



Knoxville Supreme Court, LLC

DOVER DEVELOPMENT
BRISTOL DEVELOPMENT GROUP

City of Knoxville Purchasing Division
City/County Building
400 Main Street, Room 667
Knoxville, TN 37902

Re: Purchase and Development of State Supreme Court Knoxville

To: City of Knoxville

Dover Development is excited about responding to the Request for Proposals for the Old Supreme Court Site in downtown Knoxville.

Specifically, we will be bidding as a partner in Knoxville Supreme Court, LLC.

Knoxville Supreme Court, LLC is a Joint Venture, a 50/50 partnership between Dover Development and Bristol Development Group. Both groups have other projects underway or completed in Knoxville and elsewhere in East Tennessee. Both are familiar with and committed to our community.

We have a clear vision for the property and it is a vision that aligns with the one the city articulates in the RFP.

We have assembled a remarkable team that includes every facet of this large undertaking, a team that includes small and women-owned businesses, sustainability and environmental experts, premier local businesses like PetSafe and a Burleson brand restaurant, advice and input from experts as diverse as the Oak Ridge National Laboratory and Legacy Parks. We've worked hard to nail down the very best at every level. Design will be led by DIA, Inc., which has been involved in two dozen downtown projects.

Our proposal will enhance downtown with a new and sophisticated upscale hotel, new highly-amenitized urban residences, an exciting restaurant concept a bike shop, pet day care and other amenities. It will be accessible, attractive and a point of pride for those who visit downtown. It will help downtown grow to the west, be accessible from all sides and add amenities not currently available downtown.

We believe our team, overall and with each individual, has the vision, the capacity, the history and the commitment to deliver an exceptional result for the City of Knoxville.

Sincerely,

Rick Dover, General Manager
Dover Development Corporation

Date

Proposal

FOR PURCHASE, DESIGN, AND DEVELOPMENT OF THE

STATE SUPREME COURT SITE

by KNOXVILLE SUPREME COURT, LLC

for THE CITY OF KNOXVILLE

10.10.2016



Proposal

FOR PURCHASE, DESIGN, AND DEVELOPMENT OF THE

STATE SUPREME COURT SITE

KNOXVILLE SUPREME COURT, LLC

RICK DOVER

GENERAL MANAGER, DOVER DEVELOPMENT

rick@doverdevelopment.net

865-924-0791

4921 Homberg Dr, Suite B2

Knoxville, TN 37919

www.doverdevelopment.net

CHARLES CARLISLE

CEO, BRISTOL DEVELOPMENT

carlisle@bristoldevelopment.com

615-369-9009

381 Mallory Station Rd, Suite 204

Franklin, TN 37067

www.bristoldevelopment.com

TENNESSEE SUPREME COURT



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**CITY OF KNOXVILLE
REQUEST FOR PROPOSALS**

**Purchase, Design, and Development of the
Former Supreme Court Site**

Submission Form S-1

**Proposals to be Received by 11:00:00 a.m., Eastern Time, October 10, 2016, in Room 667-674,
City/County Building, Knoxville, Tennessee.**

IMPORTANT: Proposals shall include eleven (11) hard copies (one original and ten duplicates—**mark the original as such**) and one electronic copy of the proposal (CD only—**mark the storage device with the company name**); the electronic version shall be an exact duplicate of the original, and the electronic version will be the official document exhibited in the contract.

Please complete the following:

Legal Name of Proposer: DOVER DEVELOPMENT CORPORATION

Address: 4921 HOMBERG DR. B2 KNOXVILLE TN 37919

Telephone Number: 865.924.0711

Fax Number: _____

Contact Person: RICK DOVER

Email Address: RICK @ DOVERDEVELOPMENT.NET

Signature: 

Name and Title of Signer RICK DOVER, GEN. MGR

Note: Failure to use these response sheets may disqualify your submission.

**CITY OF KNOXVILLE
REQUEST FOR PROPOSALS**

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Please complete the following:

Legal Name of Proposer: Bristol Development Group, LLC

Address: 381 Mallory Station Road Ste 204 Franklin, TN 37067

Telephone Number: 615-627-9412

Fax Number: 615-627-9450

Contact Person: Charles Carlisle

Email Address: Carlisle@bristoldevelopment.com

Signature: 

Name and Title of Signer Charles T. Carlisle, Jr CEO

Note: Failure to use these response sheets may disqualify your submission.

NON-COLLUSION AFFIDAVIT OF PRIME BIDDER

State of TENN

County of KNOX

RICK DOVER, being first duly sworn, deposes and says that:

- (1) He is owner, partner, officer, representative, or agent of DOVER DEVELOPMENT the Bidder that has submitted the attached Bid;
- (2) He is fully informed respecting the preparation and contents of the attached Bid and of all pertinent circumstances respecting such Bid;
- (3) Such Bid is genuine and is not a collusive or sham Bid;
- (4) Neither the said Bid nor any of its officers, partners, owners, agents, representatives, employees, or parties in interest, including this affiant, has in any way colluded, conspired, connived or agreed, directly or indirectly, with any other Bidder, firm or person to submit a collusive or sham Bid in connection with the Contract for which the attached Bid has been submitted or to refrain from proposing in connection with such Contract, or has in any manner, directly or indirectly, sought by agreement or collusion or communication or conference with any other Bidder, firm, or person to fix the price or prices in the attached Bid or of any other Bidder, firm, or person to fix any overhead, profit, or cost element of the bid price or the bid price of any other Bidder, or to secure through any collusion, conspiracy, connivance or unlawful agreement any advantage against the City of Knoxville or any person interested in the proposed Contract; and
- (5) The price or prices quoted in that attached Bid are fair and proper and are not tainted by any collusion, conspiracy, connivance or unlawful agreement on the part of the Bidder or any of its agents, representatives, owners, employees, or parties in interest, including this affidavit.

Signed: Rick Dover

Title: COEN. MGR

Subscribed and sworn to before me this 13th day of Sept, 2016.

My commission expires: MY COMMISSION EXPIRES: September 30, 2017



Sherri A. Brock

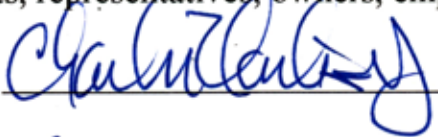
NON-COLLUSION AFFIDAVIT OF PRIME BIDDER

State of Tennessee

County of Williamson

Charles T. Carlisle, Jr, being first duly sworn, deposes and says that:

- (1) He is owner, partner, officer, representative, or agent of Bristol Development Group, LLC, the Bidder that has submitted the attached Bid;
- (2) He is fully informed respecting the preparation and contents of the attached Bid and of all pertinent circumstances respecting such Bid;
- (3) Such Bid is genuine and is not a collusive or sham Bid;
- (4) Neither the said Bid nor any of its officers, partners, owners, agents, representatives, employees, or parties in interest, including this affiant, has in any way colluded, conspired, connived or agreed, directly or indirectly, with any other Bidder, firm or person to submit a collusive or sham Bid in connection with the Contract for which the attached Bid has been submitted or to refrain from proposing in connection with such Contract, or has in any manner, directly or indirectly, sought by agreement or collusion or communication or conference with any other Bidder, firm, or person to fix the price or prices in the attached Bid or of any other Bidder, firm, or person to fix any overhead, profit, or cost element of the bid price or the bid price of any other Bidder, or to secure through any collusion, conspiracy, connivance or unlawful agreement any advantage against the City of Knoxville or any person interested in the proposed Contract; and
- (5) The price or prices quoted in that attached Bid are fair and proper and are not tainted by any collusion, conspiracy, connivance or unlawful agreement on the part of the Bidder or any of its agents, representatives, owners, employees, or parties in interest, including this affidavit.

Signed: 

Title: CEO

Subscribed and sworn to before me this 14th day of September, 2018

My commission expires: 01/20/2019



No Contact/No Advocacy Affidavit

State of TN

County of KNOX

RICK DOVER, being first duly sworn, deposes and says that:

(1) He/She is the owner, partner, officer, representative, or agent of

DOVER DEVELOPMENT

_____, the Proposer that has submitted the attached Proposal;

(2) The Proposer DOVER DEVELOPMENT swears or affirms that he/she will abide by the following "No Contact" and "No Advocacy" clauses:

a) **NO CONTACT POLICY:** After the posting of this solicitation to the Purchasing Division's website, any contact initiated by any proposer with any City of Knoxville representative concerning this proposal is strictly prohibited, unless such contact is made with the Purchasing Agent (Boyce H. Evans) or Assistant Purchasing Agent (Janice McClelland). Any unauthorized contact may cause the disqualification of the proposer from this procurement transaction.

b) **NO ADVOCATING POLICY:** To ensure the integrity of the review and evaluation process, companies and/or individuals submitting proposals for any part of this project, as well as those persons and/or companies representing such proposers, may not lobby or advocate to the City of Knoxville staff including, but not limited to, members of City Council, Office of the Mayor, Department of Redevelopment or any other City staff.

Any company and/or individual who does not comply with the above stated "No Contact" and "No Advocating" policies may be subject to having their proposal rejected from consideration.

Signed: Rick Dover

Title: GEN. MGR

Subscribed and sworn to before me this 13th day of September, 2016.

My commission expires: _____ Sherril Brock

MY COMMISSION EXPIRES:
September 30, 2017



No Contact/No Advocacy Affidavit

State of Tennessee

County of Williamson

Charles T. Carlisle, Jr, being first duly sworn, deposes and says that:

- (1) He/She is the owner, partner, officer, representative, or agent of
Bristol Development Group, LLC
Bristol Development Group, LLC, the Proposer that has submitted the attached Proposal;
- (2) The Proposer Bristol Development Group, LLC swears or affirms that he/she will abide by the following "No Contact" and "No Advocacy" clauses:
- a) **NO CONTACT POLICY:** After the posting of this solicitation to the Purchasing Division's website, any contact initiated by any proposer with any City of Knoxville representative concerning this proposal is strictly prohibited, unless such contact is made with the Purchasing Agent (Boyce H. Evans) or Assistant Purchasing Agent (Janice McClelland). Any unauthorized contact may cause the disqualification of the proposer from this procurement transaction.
- b) **NO ADVOCATING POLICY:** To ensure the integrity of the review and evaluation process, companies and/or individuals submitting proposals for any part of this project, as well as those persons and/or companies representing such proposers, may not lobby or advocate to the City of Knoxville staff including, but not limited to, members of City Council, Office of the Mayor, Department of Redevelopment or any other City staff.

Any company and/or individual who does not comply with the above stated "No Contact" and "No Advocating" policies may be subject to having their proposal rejected from consideration.

Signed: 

Title: CEO

Subscribed and sworn to before me this 14th day of September, 2019

My commission expires: 01/20/2019



EQUAL BUSINESS OPPORTUNITY PROGRAM Contracting Component

SECTION I EQUAL BUSINESS OPPORTUNITY PROGRAM "GOOD FAITH EFFORT PLAN"

The City of Knoxville strongly encourages contractors to employ minority owned businesses and women owned businesses as subcontractors whenever feasible. This is viewed favorably by the City of Knoxville. In fact, the City's goal for minority and women owned business participation is 10 percent of the contract amount.

Prime contractors will consider all competitive sub-bids and quotations received from minority owned businesses (MOB) and women owned businesses (WOB). When a subcontract is not awarded to the MOB/WOB submitting the lowest bid, the prime contractor must document the reason(s) the award was not made in writing. If the Contractor terminates an agreement and/or subcontract with a MOB/WOB, then the contractor is required to strongly consider selection of another MOB or WOB as a replacement.

GOOD FAITH EFFORTS

1. Soliciting through all reasonable and available means.
 - a. Advertising
 - b. Written notices to all certified MOB's and WOB's who have the capability to perform the work or provide the service.
 - c. Solicitation of interest must be within sufficient time to allow MOB's and WOB's to respond to the solicitation.
 - d. Faxes, direct mailings, and telephone requests.
2. Providing interested MOB's and WOB's with adequate information about plans, specifications, and requirements of the contract in a timely manner to assist them in responding to a solicitation.
3. Negotiating in good faith with interested MOB's and WOB's.

It is the bidder's/proposer's responsibility to make opportunities available to MOB's and WOB's subcontractors and suppliers and to select opportunities consistent with the available MOB/WOB business subcontractors and suppliers. Evidence of such negotiations includes the names, addresses, and telephone numbers of MOB's and WOB's considered.

- a. A description of the specifications for the work selection for subcontracting
 - b. Evidence why agreements could not be reached for MOB's and WOB's to perform the work.
4. Effectively using the services of available minority, women contractor groups, local minority and women business assistance offices, small business groups, and other organizations on a case-by-case basis to provide assistance in the recruitment and placement of minority/women business.

SECTION II

MOB/WOB SUBMITTAL TIME FRAME

The Contractor will submit the following forms with the **bid/proposal**:

1. "Statement of Intent for MOB/WOB Utilization" (Form I Attached)

This form will be submitted by the bidder/proposer if he/she plans to subcontract any portion(s) of the work with a MOB and/or a WOB. This form illustrates the areas the Contractor has identified as potential MOB and/or WOB subcontract opportunities and the **dollar value** associated with these opportunities. The purpose of "Form I" is to measure the Contractor's **"Good Faith Efforts."** It does not commit the prime to subcontracting these areas only to MOB and WOB firms or release the prime from negotiating with MOB/WOB firms for subcontract opportunities.

OR

"Statement of Intent of Performing Work Without Subcontracting" (Form II Attached)

This form will be submitted if the **bidder/proposer** does not plan to subcontract any portion(s) of the work and if there are not any sufficient material purchases in which MOB/WOB firms can be utilized. The **bidder/proposer** must certify that this has been a typical practice on projects of similar scope and dollar value. By submittal of Form II, the Contractor certifies that:

He/she does not typically subcontract on projects of similar scope and dollar value.

He/she will not enter into any subcontract for duration of the project, and if he/she does decide to subcontract any portion of the work, he/she will: notify the City immediately of the decision to subcontract and adhere to the provision of **"Good Faith Efforts"** in filling that subcontract opportunity.

The Purchasing Division may request the apparent low bidder/proposer to provide additional information to clarify the bidder's/proposer's responsiveness and intent in this regard.

These documents will be received by the Purchasing Division upon submission of a proposal/bid. Additionally, prime contractors who submit Form I stating their intent to use MOB or WOB subcontractors for any part of the contract are required to report the amount(s) they have paid to these subcontractors on June 30th and December 31st of each year. Failure to submit this reporting data may result in a delay of payments. At the time of the final request for payment, the prime shall submit a Statement of Final Payments to MOB and WOB Subcontractors and Suppliers (Form III attached). Final payment will not be released by the City until Form III is submitted.

SECTION III

DEFINITIONS

Minority: A person who is a citizen or lawful admitted permanent resident of the United States and who is a member of one (1) of the following groups:

- a. Black American, which includes persons having origins in any of the Black racial groups of Africa;
- b. Hispanic American, which includes persons of Mexican, Puerto Rican, Cuban, Central or South American or other Spanish culture or origin, regardless of race;
- c. Native American, which includes persons who are American Indians or Alaska Native;
- d. Asian-Indian American, which includes persons whose origins are from Indian, Pakistan or Bangladesh.
- e. Asian-Pacific Islander, which includes persons whose origins are from Japan, China, Taiwan, Korea, Vietnam, Laos, Cambodia, the Philippines, Samoa, Guam, the U. S. Trust Territories of the Pacific and Northern Marinas.

Minority Owned Business (MOB), Women Owned Business (WOB): A business which is at least (51%) owned and controlled by minority group members or European American female(s). A MOB/WOB is bona fide only if the minority group interests are real and continuing and not created solely to meet the MOB/WOB requirement. In addition, the MOB/WOB must perform satisfactory work or services to provide supplies under the contract and not act as a mere conduit. In short, the contractual relationship must be bonafide. Certification of minority owned businesses and women owned businesses is provided by City Community Relations Office.

Owned and Controlled: A business which is (1) a sole proprietorship legitimately owned by an individual who is a minority or European American female; (2) a partnership or joint venture controlled by minorities or European American females, and in which at least (51%) of the beneficial ownership interests legitimately are held by minorities or European American females; or (3) a corporation or other entity controlled by minorities or European American females, and in which at least 51% of the voting interests and 51% of the beneficial ownership interests are legitimately held by minorities or European American females. In addition, these persons must control the management and operation of the business on a day-to-day basis.

Subcontractor: Any named person, firm, partnership, or corporation which supplies any work, labor, services, supplies, equipment, materials, or any combination of the foregoing contract with the contractor on a public contract.

FORM I

STATEMENT OF INTENT OF MOB/WOB UTILIZATION (TO BE SUBMITTED WITH THE BID/PROPOSAL)

We, DOVER DEVELOPMENT, do certify that on the
(Bidder/Proposer)

SUPREME COURT KNOXVILLE
(Project Name)

(tbid)
(Dollar Amount of Bid)

MOB/WOB's will be employed as subcontractor(s), vendor(s), supplier(s), or professional service(s). The estimated **dollar value** of the amount that we plan to pay the MOB or WOB subcontractor(s), vendor(s), supplier(s), or professional service(s) is \$_____.

MOB/WOB Utilization

Description of Work MOB Amount WOB Amount Name of MOB/WOB

The undersigned understands that they are to report the annual amount disbursed to these MOB(s) /WOB(s) on June 30th of each year. Moreover, the undersigned understands that he/she is required to report the total amount disbursed to MOB(s)/WOB(s) for this project at the completion of the project and that payments may be withheld until these reporting requirements are met.

- DATE: _____ COMPANY NAME: DOVER DEVELOPMENT
- SUBMITTED BY: RICK DOVER
(Authorized Representative)
- TITLE: GEN. MGR
- ADDRESS: 4921 HAMBURG DR B2
- CITY/STATE/ZIP CODE: KNOXVILLE TN 37919
- TELEPHONE NO: 865-924-0791

FORM I

STATEMENT OF INTENT OF MOB/WOB UTILIZATION (TO BE SUBMITTED WITH THE BID/PROPOSAL)

We, to be determined, do certify that on the
(Bidder/Proposer)

(Project Name)

()

(Dollar Amount of Bid)

MOB/WOB's will be employed as subcontractor(s), vendor(s), supplier(s), or professional service(s). The estimated **dollar value** of the amount that we plan to pay the MOB or WOB subcontractor(s), vendor(s), supplier(s), or professional service(s) is \$_____.

MOB/WOB Utilization

Description of Work MOB Amount WOB Amount Name of MOB/WOB

The undersigned understands that they are to report the annual amount disbursed to these MOB(s) /WOB(s) on June 30th of each year. Moreover, the undersigned understands that he/she is required to report the total amount disbursed to MOB(s)/WOB(s) for this project at the completion of the project and that payments may be withheld until these reporting requirements are met.

- DATE: _____ COMPANY NAME: _____
-
- SUBMITTED BY: _____
- (Authorized Representative)
- TITLE: _____
-
- ADDRESS: _____
-
- CITY/STATE/ZIP CODE: _____
-
- TELEPHONE NO: _____

OVERVIEW

Knoxville Supreme Court LLC believes this remarkable property offers an opportunity to preserve our history, build on the momentum taking place across Downtown, create a partnership of some of the city's premier companies and companies that have already invested in our city, as well as add amenities not currently available downtown. We will not just embrace, but truly believe in the city's goals of sustainability, quality architecture, a variety of uses, walkability, bike-ability and public access.

And, just as importantly, we all have a significant history of delivering quality projects.

Key elements of our proposal include:

- A 170 room, ALOFT Hotel, a hip, upscale brand from Starwood Hotels that will be managed by White Lodging
- A 230 unit urban apartment community that will include best-in-market amenities and finishes, thereby attracting residents across the demographic spectrum from millennials to empty nesters
- A restaurant in the old Supreme Court chambers to be conceived and operated by Randy Burleson of Aubrey's, Sunspot, Bistro by the Tracks and others
- A bike-share and tourist information center to be operated by Legacy Parks, who will be provided space at no cost by the developers
- A pet-day care operated by PetSafe that will include both indoor and outdoor facilities
- Up to 8,000 square feet of flexible meeting space that can be reserved and used by anyone
- Over 490 Parking spaces for all these facilities
- We anticipate putting solar farms on the roof of all of our buildings and possibly the parking as well

ALL TOLD THIS WILL REPRESENT A DEVELOPMENT OF

527,000 SQUARE FEET AND A TOTAL INVESTMENT
OF MORE THAN **\$82,876,767**

STATE OF



OUR TEAM

**KNOXVILLE SUPREME COURT, LLC IS INCREDIBLY PROUD AND EXCITED
ABOUT THE TEAM WE HAVE ASSEMBLED FOR THIS PROJECT.**

Consider the team we have put together.



DOVER DEVELOPMENT

www.doverdevelopment.net

A family owned Knoxville company with projects that include Oakwood Senior Living, the Farragut Hyatt Place Hotel on Gay Street and Alexander Inn in Oak Ridge, which won one of the highest national awards given for historic preservation. Rick Dover is Knox Heritage's Preservationist of the Year.

BRISTOL DEVELOPMENT GROUP

www.bristoldevelopment.com

Bristol has developed properties across the region, including both Knoxville and Oak Ridge. Considered a premier development firm, Bristol is known for doing quality multi-family housing with cutting edge amenities and a consistently high occupancy rate because of its quality. Bristol will build a 230 unit multi-family housing community on the site as part of the proposal.

DESIGN INNOVATION ARCHITECTS

www.dia-arch.com

DIA has done more than two dozen projects in the downtown area alone, including historic renovation, new construction, residential, restaurants and more. The firm is devoted to community.

STARWOOD HOTELS, ALOFT

www.starwoodhotels.com

Starwood will bring an ALOFT Hotel to the development. ALOFT is a modern, hip hotel growing rapidly across the globe. Starwood brings the strength of more than 1300 hotels in 100 countries to the team.

WHITE LODGING

www.whitelodging.com

White Lodging will operate the hotel. White is already the selected operator of the Farragut Hyatt Place and is familiar with the market. White Lodging is one of the fastest-growing, fully-integrated independent hotel ownership, development and hotel property management companies in the country.

AUBREY'S INC

www.aubreysrestaurants.com

Knoxville restaurateur Randy Burleson brings an incredible track record of success to the team. He is perhaps best known for the Aubrey's brand, but has also developed and runs Sunspot, Bistro by the Tracks, Stefano's Pizza, Fieldhouse Social, Drink and Barley's. The old Supreme Court building will be home to a Burleson restaurant.

OUR TEAM

PETSAFE

www.petsafe.net

PetSafe is a world leader in its industry. Residents across the city already enjoy dog parks made possible by the firm's generosity. With an ever growing population living and working downtown, we believe there is a need for pet day care, featuring both inside kennels and outside play space. PetSafe has agreed to be a partner and create such a facility as part of the development.

OAK RIDGE NATIONAL LABORATORY

www.ornl.gov

ADVISORY ROLE: ORNL has agreed to work with the team to insure we use the latest technologies to assure energy efficiency and may have some experimental materials that can be used.

LEGACY PARKS

www.legacyparks.org

ADVISORY AND PARTNER ROLE: Legacy Parks will be given space within the development and has agreed to operate a bike-share type program.

KNOX HERITAGE

www.knoxheritage.org

ADVISORY AND PARTNER ROLE: Knox Heritage will provide technical assistance with regards to historic preservation.

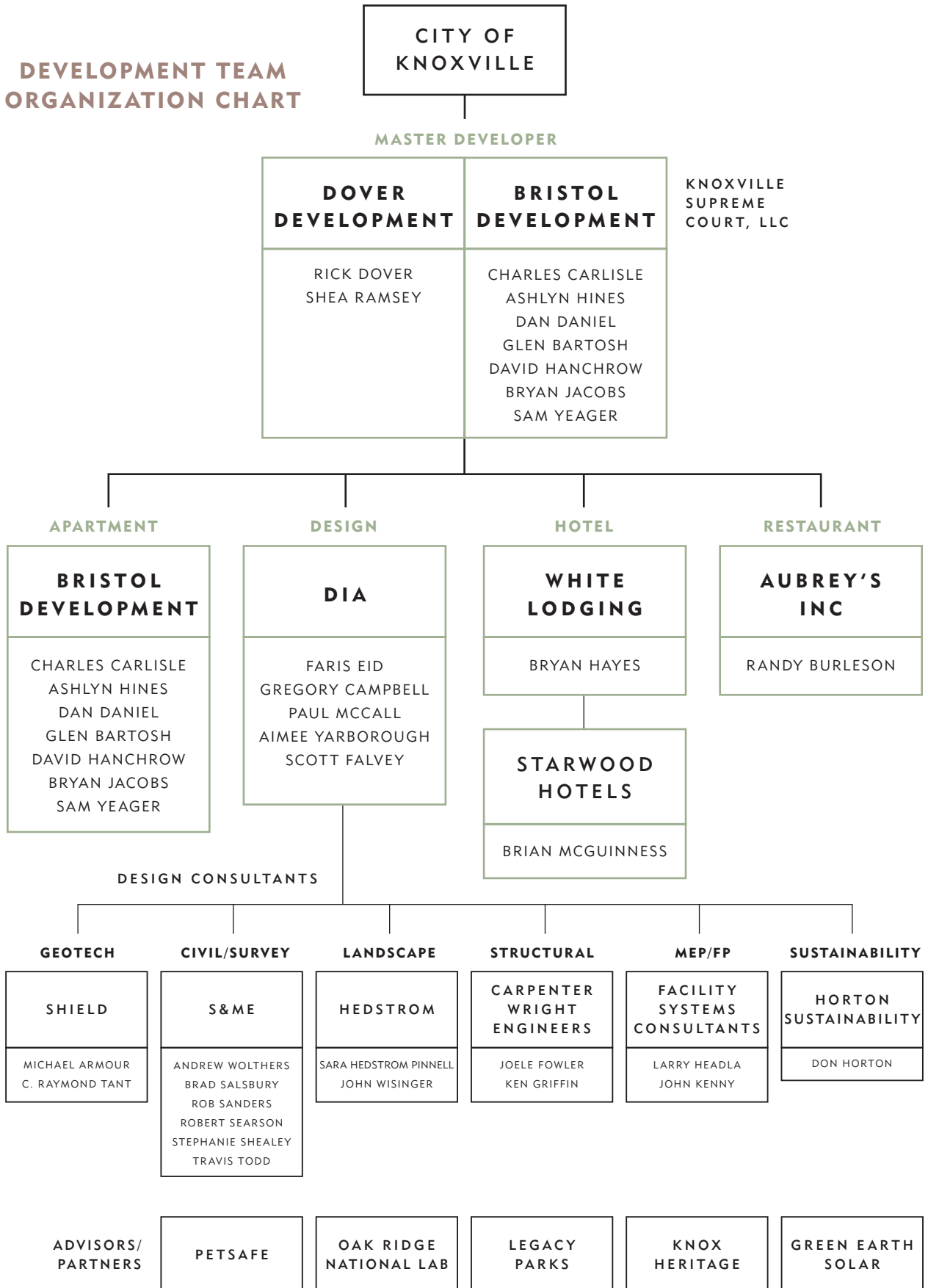
GREEN EARTH SOLAR

www.greenearthsolar.net

Green Earth Solar has worked with some of the partners on other projects and bring a wealth of knowledge with them, not just about the latest in solar technology but with the requirements and regulations by those who would need to be involved, including TVA and KUB. We will do what we can to maximize the use of solar in the development.

**WE BELIEVE OUR TEAM BRINGS A WEALTH OF STRENGTH,
COMMUNITY COMMITMENT, VISION, HISTORICAL SUCCESS AND
TOTAL COMMITMENT THAT WE ARE THE BEST POSSIBLE TEAM
TO DEVELOP THE OLD SUPREME COURT SITE.**

DEVELOPMENT TEAM ORGANIZATION CHART







DOVER DEVELOPMENT

DOVER DEVELOPMENT HAS EXTENSIVE EXPERIENCE AND EXPERTISE IN REDEVELOPING AND REPURPOSING HISTORIC BUILDINGS.

Dover Development Corporation has a history of successful renovation projects including several municipally-owned properties (three schools and two hospitals); as well as two other current historic projects in progress (former Historic Farragut Hotel and Pryor-Brown Garage). DDC maintains a track record of long-term ownership and its business model and profit center is focused on the quality, effectiveness and efficiency of its operations. We restore or renovate neglected properties, including ambitious historical projects, with environmental stewardship as our top priority.

AWARDS & RECOGNITION

- 2016 Chairman's Award from the President's Advisory Council on Historic Preservation
- 2015 Knox Heritage Preservationist of the Year
- 2015 Knox County Mayor's Award for Historic Preservation
- 2013 Loudon County Leadership Business Hall of Fame
- 2012 Loudon County Preservationist of the Year
- 2011 Nine Counties Preservationist of the Year
- 2007 East Tennessee Historical Society Preservation Award
- 2007 Tennessee Historical Society Certificate of Merit
- 2005 Lenoir City Citizenship Award
- 2005 Knox Heritage Certificate of Appreciation
- 2003 Tennessee Governor's Environmental Stewardship Award
- 2003 Lenoir City Neighborhood Improvement Award
- 2003 Lenoir City Mission Appreciation Award

Rick Dover, General Manager



Rick has been involved in all facets of real estate development, construction, historic preservation, and operations management since graduating from the University of Tennessee in 1977. Mr. Dover joined Dover Development

Corporation, his family's business, in 1994. Mr. Dover is responsible for all day to day operations of the company.

Shea Ramsey, Project Manager



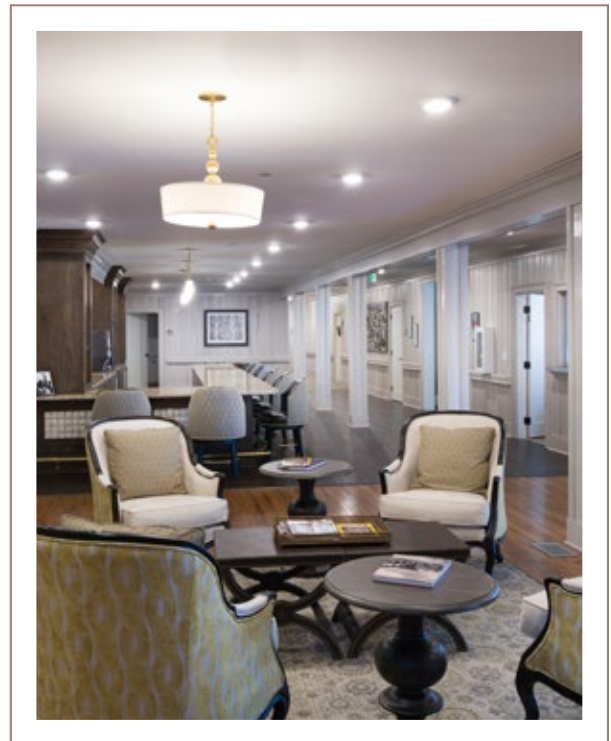
Shea is responsible for construction management, cost control, and property management on all of the company's properties. He is a graduate of the University of Tennessee, and has been employed by the company for two years.

DOVER
DEVELOPMENT

FARRAGUT HOTEL
KNOXVILLE, TN



ALEXANDER GUEST HOUSE
OAK RIDGE, TN



OAKWOOD SENIOR LIVING
KNOXVILLE, TN



2

BRISTOL DEVELOPMENT

BRISTOL DEVELOPMENT GROUP, LLC ("BRISTOL") IS A LEADING PRIVATE RESIDENTIAL REAL ESTATE COMPANY THAT SPECIALIZES IN DEVELOPING, BUILDING, MARKETING, OPERATING, MANAGING AND SELLING URBAN AND SUBURBAN MULTIFAMILY COMMUNITIES.

ABOUT

Established in 1999 by Ashlyn Hines, Dan Daniel, and Sam Yeager, Bristol is research driven, highly focused on its target markets, and has a distinguished history of successful development in the apartment and condominium sectors. Bristol has been the lead developer in 34 projects in seven states, including more than 8,400 units of residential development that equates to over \$1.1 billion in asset value. Bristol's current development pipeline is over \$285 million.

Bristol builds value for its residents, investors and partners by providing high quality, amenity rich urban and suburban living at attainable prices in growing Sunbelt cities. Based in Nashville, Tennessee, Bristol understands these dynamic and growing markets. To capitalize on new opportunities and satisfy the evolving demands of its diverse customer base, Bristol's talented team prides itself on diligent market research and fitting the right product to each unique market, rather than relying on a formula of "one product fits all".

bristol
development group

PRINCIPALS & EXECUTIVE COMMITTEE

Bristol has assembled a highly professional and experienced team of development, marketing and operating professionals, led by Bristol's Principals and Executive Committee, whose biographies follow.



Charles Carlisle

Charles Carlisle is Chief Executive Officer and Principal of Bristol. A veteran real estate executive, Mr. Carlisle was named CEO of Bristol in January 2008. Previously, for twelve years Mr. Carlisle was

Senior Vice President with Birmingham-based Daniel Corporation, a regional development, investment, and management company, where he was responsible for commercial and multifamily development in the southeastern U.S. He also was a regional partner with Taylor & Mathis, an Atlanta-based commercial real estate company, where he developed, marketed and managed numerous commercial and residential properties out of the company's Birmingham, Atlanta and Miami offices. Prior to joining Taylor & Mathis, he was president of Sequoyah Equities, a real estate financing firm in Knoxville, Tennessee and was co-founder and president of FIS Associates (now Decosimo/FIS), a financial consulting and investment advisory firm also based in Knoxville. Mr. Carlisle is a Certified Public Accountant. He received a bachelor's degree in accounting and an M.B.A. from the University of Tennessee in Knoxville.



Ashlyn Hines

Ashlyn Hines is a co-founder and Principal of Bristol Development Group. Ms. Hines, a prominent real estate industry business leader with over 20 years of experience, specializes in understanding market,

development and design trends and in applying that knowledge to Bristol's development pipeline. She is also extensively involved in asset and property management activities of Bristol. Ms. Hines led the Nashville office of Davis Development from 1991 to 1998 before starting Bristol Development with Sam Yeager and Dan Daniel. During her tenure at Davis, Ms. Hines oversaw the comprehensive development process—from initial designs to final construction—for a diverse group of properties throughout the Southeast. She received her bachelor's degree in history from Birmingham Southern College in Birmingham, Alabama. Sam Yeager Sam Yeager is a co founder and Principal of Bristol. Mr. Yeager is an entrepreneur with more than 20 years of experience in the real estate industry. Prior to forming Bristol Development Group with Ashlyn Hines and Dan Daniel, he and Dan Daniel launched a number of successful businesses in the real estate sector, including skilled nursing homes, assisted living facilities, acute care hospitals, Burger King restaurants, and medical office buildings. He is a Certified Public Accountant and began his career with Arthur Andersen and Company. He earned his bachelor's degree in accounting from Harding University in Searcy, Arkansas.



Dan Daniel

Dan Daniel is a co-founder and Principal of Bristol. Mr. Daniel is an entrepreneur with more than 20 years of experience in the real estate industry. Prior to forming Bristol Development Group with

Ashlyn Hines and Sam Yeager, he and Sam Yeager launched a number of successful businesses in the real estate sector, including skilled nursing homes, assisted living facilities, acute care hospitals, Burger King restaurants, and medical office buildings. A Certified Public Accountant, he began his career with Ernst & Ernst, the predecessor to Ernst & Young. Mr. Daniel holds a bachelor's degree in accounting from Harding University in Searcy, Arkansas.



David Hanchrow

David Hanchrow is Chief Investment Officer for Bristol. A 20-year veteran of the multi-family industry, Mr. Hanchrow oversees site selection and acquisition, as well as market and financial feasibility analysis.

He is also responsible for all asset dispositions and plays a key role in sourcing and structuring financing for new development projects. Previously, Mr. Hanchrow served as real estate development manager for Polar-BEK, a Birmingham, Alabama based development firm. Mr. Hanchrow held several positions at Polar-BEK over a period of nearly 10 years and was involved in the development of more than 2,000 multi-family units. He received a bachelor's degree in business administration from the University of North Carolina at Chapel Hill.



Glen Bartosh

Glen Bartosh is Chief Development Officer of Bristol. Mr. Bartosh, who has more than 30 years of experience in real estate, is responsible for oversight of the entire development process.

Throughout his career, Mr. Bartosh has managed the development, design, construction and sales of numerous real estate projects, including single- and multi-family subdivisions, office, retail, warehouse, hotels and resorts in the U.S. and the Caribbean. He also was Senior Vice President of SunTrust Bank where he managed a \$120 million portfolio of foreclosed property. Mr. Bartosh holds a bachelor's degree in environmental design and a master's degree in architecture from the University of Oklahoma in Norman, Oklahoma.



Bryan Jacobs

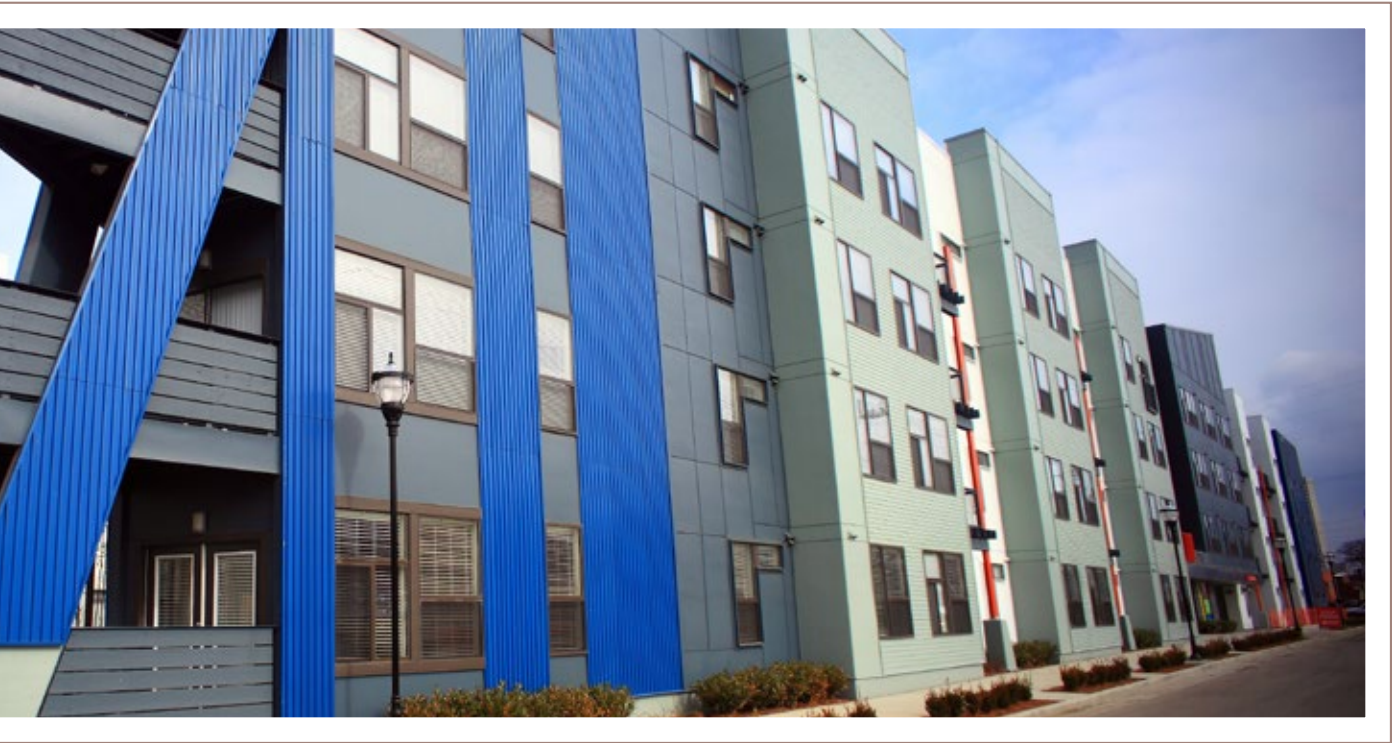
Bryan Jacobs is Chief Financial Officer for Bristol. Mr. Jacobs plays a key role in finding sources of capital and negotiating terms with Bristol's banking and investor partners. He is also responsible

for administration of the company's finances. Prior to joining Bristol, Mr. Jacobs was a relationship manager within US Bank's Real Estate Finance Department. He managed more than twenty customers and was responsible for a \$150 million portfolio of developments. Before joining US Bank, Mr. Jacobs was with Bank of America's Real Estate Department for six years as a real estate analyst, conduit originator and relationship manager. Mr. Jacobs earned his bachelor's degree in business administration from Taylor University in Upland, Indiana. He also holds an MBA from Ball State University in Muncie, Indiana.

TRACK RECORD

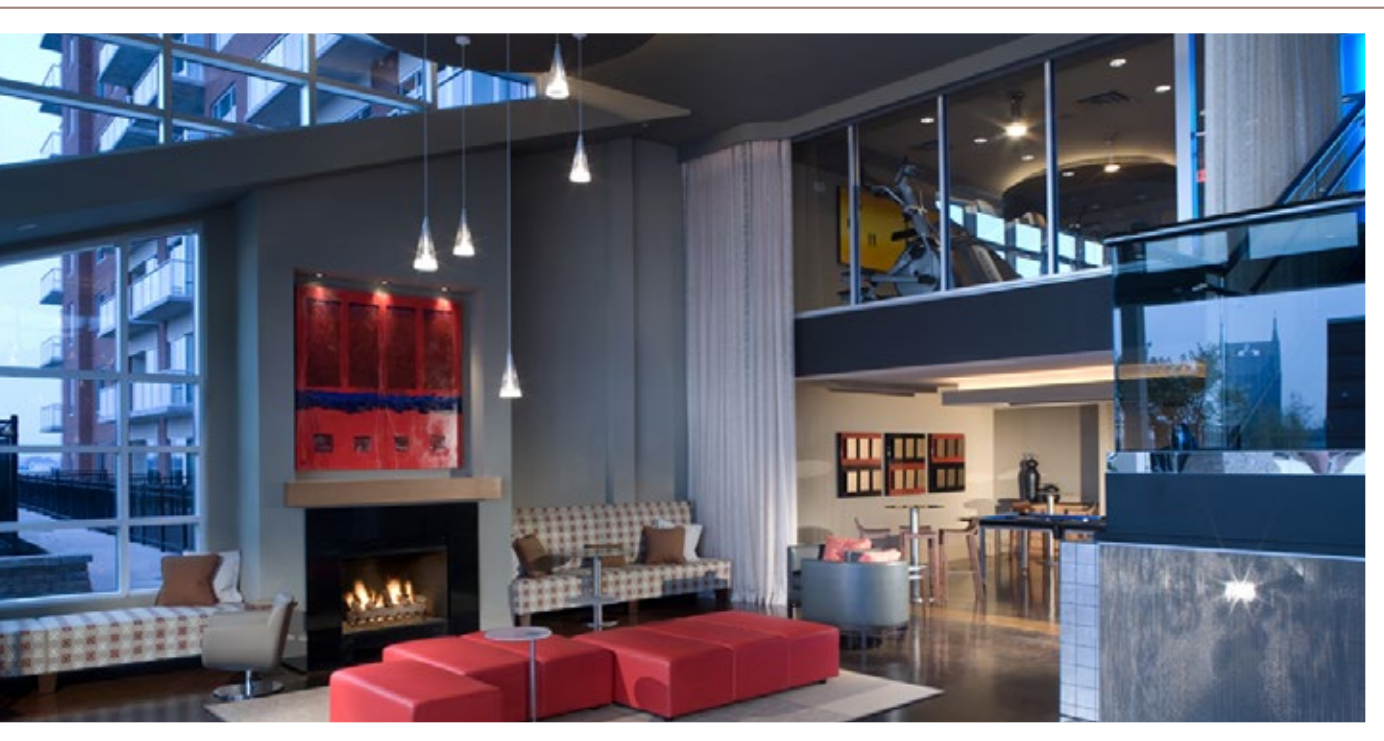
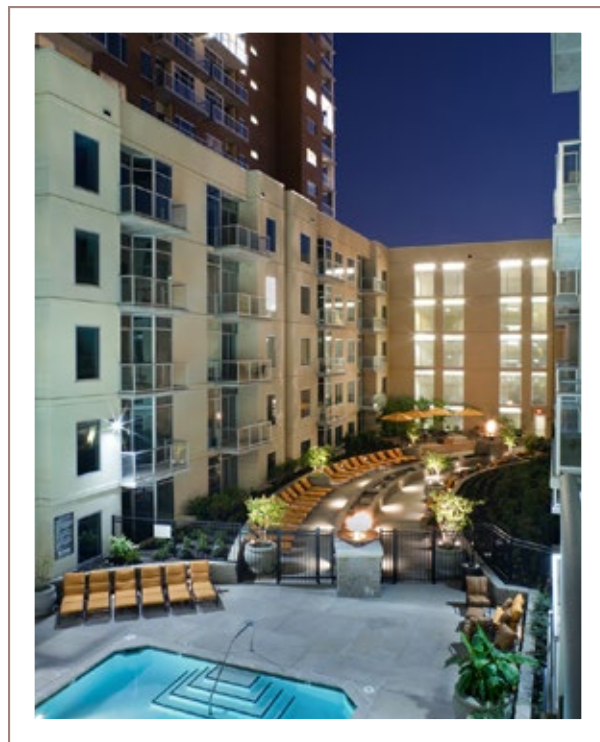
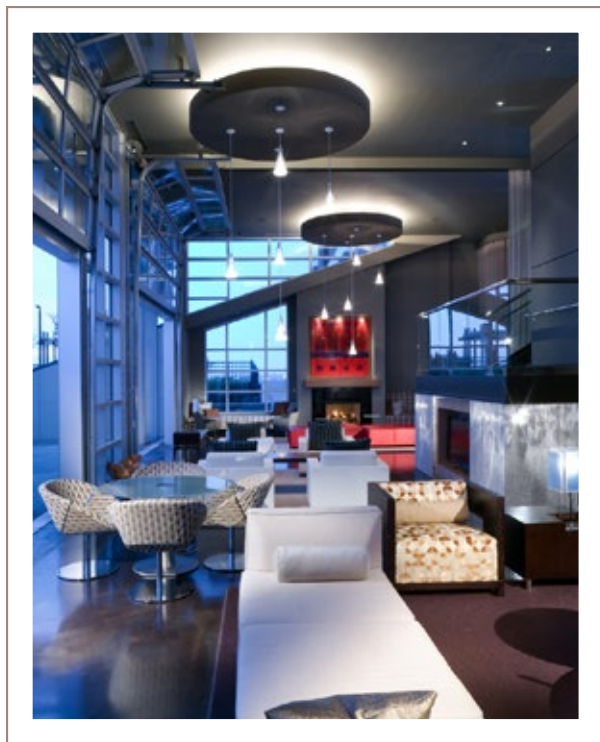
Bristol has been the lead developer in 32 projects in seven states, including more than 8,400 units of residential development that equates to over \$1 billion in asset value. Bristol’s current development pipeline is over \$346 million. The following table summarizes the name, location, size, and cost of each project. Bristol Development Group

PROPERTIES UNDER CONSTRUCTION OR DEVELOPMENT					
PROPERTY	TYPE	LOCATION	ESTIMATED COMPLETION	UNITS	ESTIMATED PROJECT COST
Park35	Apartments	Birmingham, AL	2017	271	\$58,000,000
Main & Clay at Historic Butchertown	Apartments	Louisville, KY	2017	269	\$55,000,000
Bristol at Westwood	Apartments	Richmond, VA	2018	301	\$55,000,000
West Creek	Apartments	Richmond, VA	2018	373	\$74,000,000
Bristol Northshore	Apartments	Chattanooga, TN	2018	190	\$40,000,000
TOTAL UNDER DEVELOPMENT				1,404	\$285,000,000

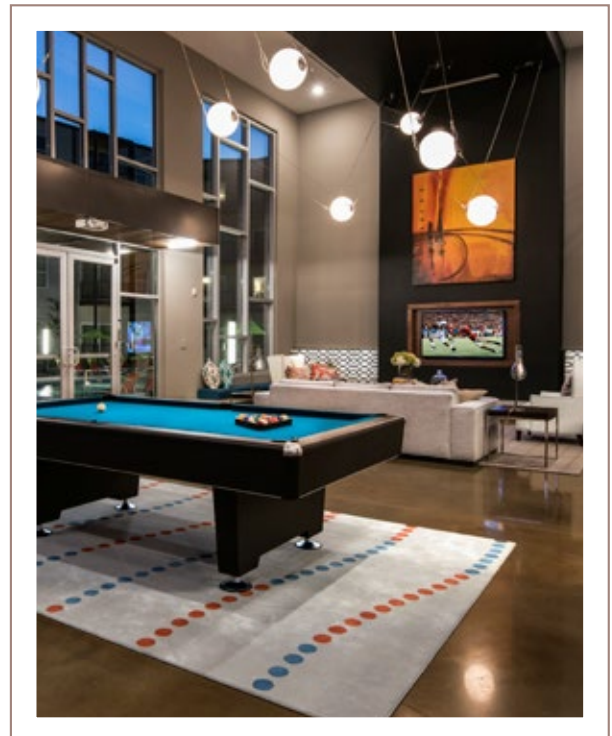
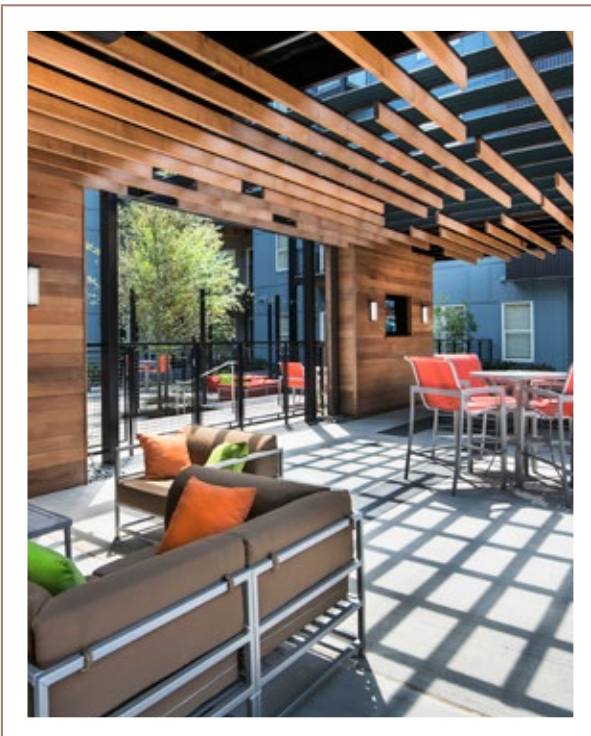
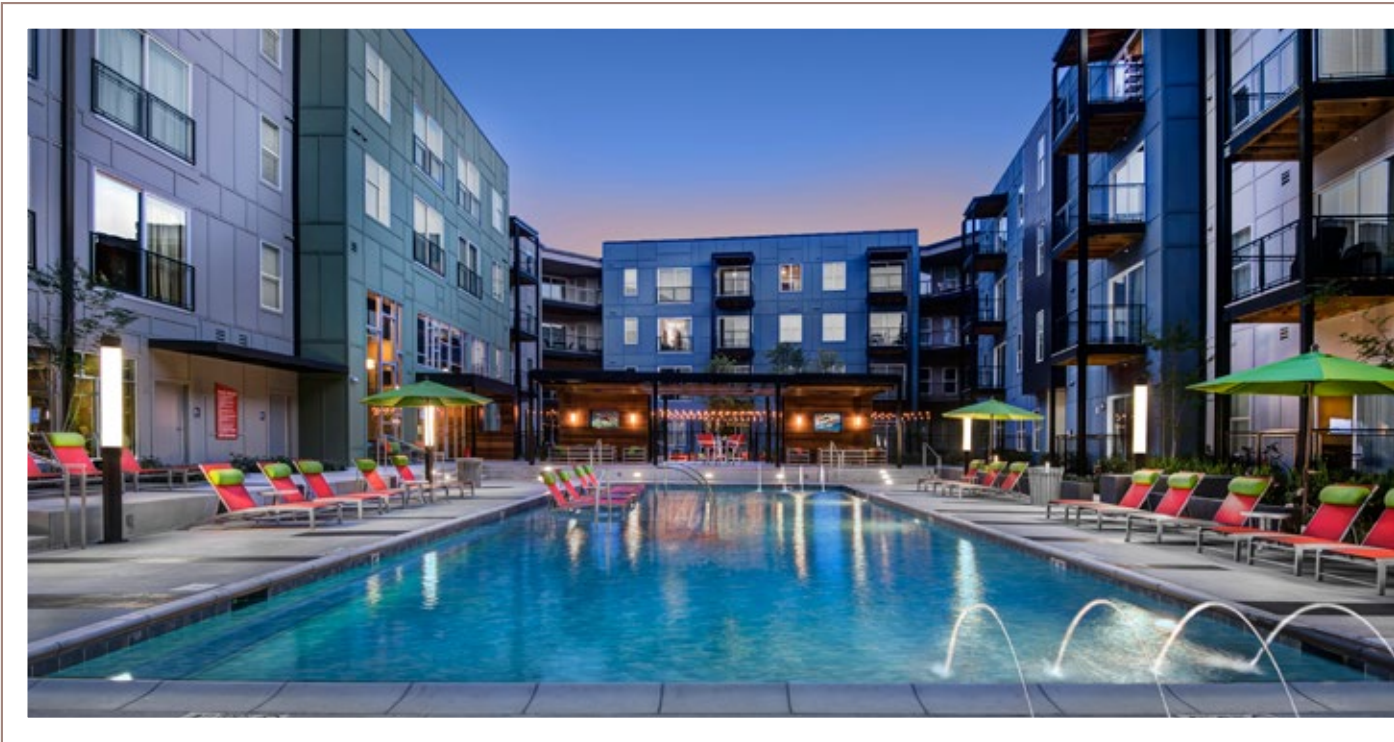


PROPERTIES COMPLETED 1999 - 2016						
PROPERTY	TYPE	LOCATION	YEAR COMPLETED	UNITS	PROJECT COST	YEAR SOLD
Bristol Park at Riverchase	Apartments	Nashville, TN	2001	240	\$16,500,000	2001
Bristol Park at Encino Commons	Apartments	San Antonio, TX	2002	324	\$24,000,000	2003
Bristol Commons at Woodland Pointe	Apartments	Nashville, TN	2002	240	\$18,000,000	2004
Bristol Park at Wolfchase	Apartments	Memphis, TN	2002	300	\$21,500,000	2004
The Villas of Bristol Heights	Apartments	Austin, TX	2003	351	\$28,500,000	2005
Bristol Village at Charter Colony	Apartments	Richmond, VA	2005	300	\$28,000,000	2005
Reserve at Steele Crossing	Apartments	Fayetteville, AR	2004	272	\$21,200,000	2006
The Bristol on Union	Apartments	Memphis, TN	2004	220	\$20,500,000	2006
The Bristol on Broadway	Condominiums	Nashville, TN	2005	171	\$29,000,000	2006
Heritage Lake at Westland	Apartments	Knoxville, TN	2001	262	\$16,000,000	2006
The Bristol at Ghent Apartments	Apartments	Norfolk, VA	2006	268	\$32,000,000	2007
Bristol Canyon at Encino Commons	Apartments	San Antonio, TX	2005	228	\$17,500,000	2007
The Row at Ghent	Condominiums	Norfolk, VA	2006	84	\$17,000,000	2008
Bristol Southside	Condominiums	Birmingham, AL	2006	156	\$24,100,000	2008
Bristol West End	Condominiums	Nashville, TN	2007	161	\$30,300,000	2008
Bristol Park at Governor's Square	Apartments	Clarksville, TN	2002	244	\$14,000,000	2012
Bristol Park at Governor's Sq - Phase II	Apartments	Clarksville, TN	2007	120	\$9,500,000	2012
Bristol Park at Oak Ridge	Apartments	Oak Ridge, TN	2007	208	\$15,500,000	2010
Two21 Armstrong	Apartments	Auburn, AL	2008	156	\$25,800,000	n/a
ICON in the Gulch	Condominiums	Nashville, TN	2008	417	\$117,400,000	2012
1700 Midtown	Apartments	Nashville, TN	2010	170	\$26,900,000	2011
Velocity in the Gulch	Condominiums	Nashville, TN	2009	264	\$53,700,000	2011
Vista Germantown	Apartments	Nashville, TN	2012	242	\$33,850,000	2013
Bell Historic Franklin	Apartments	Franklin, TN	2013	218	\$26,800,000	2014
Solara	Apartments	Orlando, FL	2013	272	\$30,700,000	2015
Tapestry Brentwood Town Center	Apartments	Brentwood, TN	2014	393	\$67,000,000	n/a
Twickenham Square	Apt / Retail	Huntsville, AL	2014	246	\$44,000,000	n/a
Louisville Norton Commons	Apartments	Louisville, KY	2015	236	\$34,000,000	2016
TOTAL COMPLETED				7,059	\$881,250,000	

ICON IN THE GULCH
NASHVILLE, TN



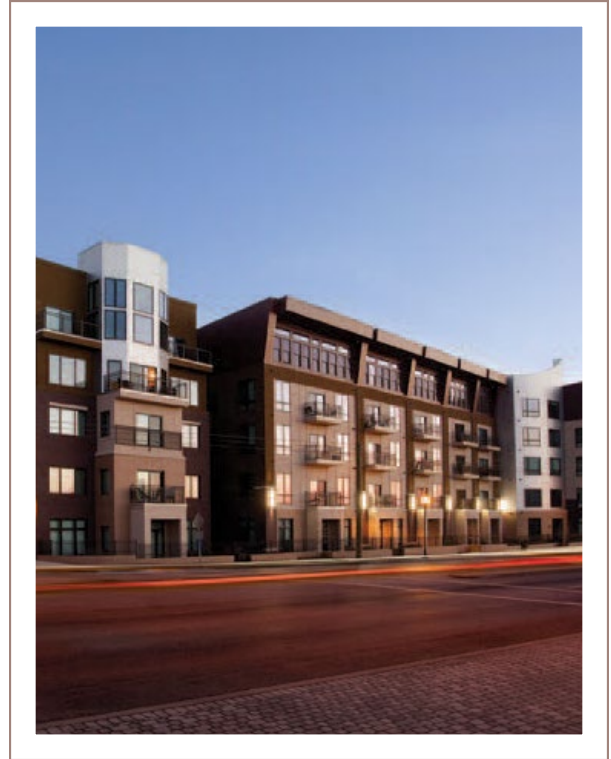
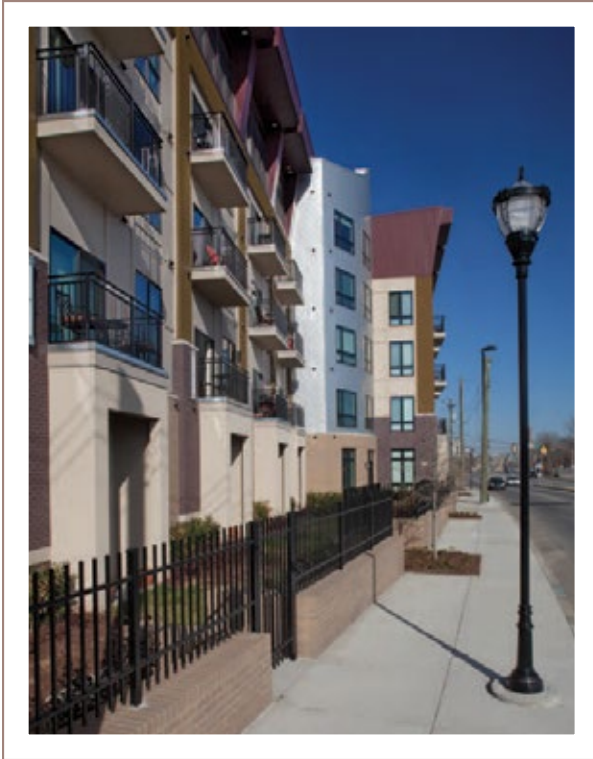
ARTISAN AT TWICKENHAM SQUARE
HUNTSVILLE, AL



TAPESTRY AT BRENTWOOD TOWN CENTER
BRENTWOOD, TN



VISTA GERMANTOWN
NASHVILLE, TN





3

DESIGN INNOVATION ARCHITECTS

EXCELLENCE THROUGH SERVICE AND DESIGN

HISTORY

Established in 1989, Design Innovation was founded by Faris Eid, AIA, upon his relocation from Atlanta to Knoxville. Mr. Eid applied his experience in designing and managing large complex projects to developing his own firm, and quickly he established a reputation for delivering exceptional designs, along with the highest levels of quality and client satisfaction. As demand for Design Innovation's services grew through referrals and repeat client commissions, the firm steadily expanded and continued to increase the size of its professional staff of Architects and Interior Designers. In 2005, the firm's growth and planned expansion led to the development of its own 7,400 square foot office space in Downtown Knoxville at 402 S. Gay Street.

INTERIOR DESIGN

SPECIALTIES INCLUDE:

Programming / Space Use Analysis
Space Planning and Test Fits
Fixture, Furnishing and Equipment
Finish Selection & Specifications
Product and Fixture Procurement
Millwork / Casework Design and Custom Furnishings
Design Installation Management

ARCHITECTURAL / PLANNING
FIRM CAPABILITIES

Design Innovation (DIA) has established a strong portfolio of projects of diverse scale and function, including Multi-Family & Single-Family Residential, Corporate, Commercial, Hospitality & Theaters, Retail, Food Service, Industrial, Religious, Educational, and Health Care. DIA's projects range in size from 2,000 s.f. to 750,000 s.f. with budgets between fifty thousand dollars to over fifty-five million dollars. We offer a full range of architecture, interior design, land planning, and project management services in-house. DIA has the capability and experience to provide and coordinate the services of qualified consultants to provide any additional services which may be required.

SPECIFIC SERVICES INCLUDE:

<i>Acoustics</i>	<i>Historic Preservation</i>
<i>ADA Compliance</i>	<i>Land Planning</i>
<i>As-Built Drawings</i>	<i>Landscape Architecture</i>
<i>Audio Visual</i>	<i>Lighting Design</i>
<i>CADD 3D Modeling</i>	<i>Mechanical Engineering</i>
<i>Civil Engineering</i>	<i>Model Building</i>
<i>Code Compliance /</i>	<i>Project Inspections</i>
<i>Zoning Analysis</i>	<i>Renderings</i>
<i>Construction Cost Estimating</i>	<i>Renovations</i>
<i>Construction Administration</i>	<i>Space Planning</i>
<i>Clean Room Design</i>	<i>Structural Engineering</i>
<i>Electrical Engineering</i>	<i>Surveying</i>
<i>Fire Protection Engineering</i>	
<i>Graphics / Signage</i>	
<i>Historic Rehabilitation</i>	

Faris N. Eid, AIA, LEED® A.P.

PRINCIPAL-IN-CHARGE /
PROJECT DIRECTOR

Co-Designer/Quality Assurance

Professional Registration: Registered Architect since 1987, National Council of Architectural, Registration Boards (NCARB), LEED® Accredited Professional

BACHELOR OF ARCHITECTURE CUM LAUDE, 1983
UNIVERSITY OF TENNESSEE KNOXVILLE



As Founder and President of Design Innovations Architects, Inc., Faris Eid is responsible for all aspects of the firm's performance. He is personally involved with every project undertaken by the firm, from project award through

completion and occupancy. Faris provides strong project leadership, serving as the client's advocate at all times during the design and construction process. His commitment to involving the client as a "project partner" is the foundation of Design Innovation's philosophy and the key to the firm's continued success.

A registered architect since 1987, Faris has over 25 years of project experience encompassing a broad range of facility types. He worked for over six years as a Project Architect and Designer for a nationally-recognized design firm based in Atlanta, before returning to Knoxville and establishing his own firm in 1989. He has been described as having, in addition to excellent design skills, "a unique talent for working with his clients to determine the perfect mix of building efficiency, style, and cost of construction, which he recognizes is different with each client". A few highlights from Faris' portfolio in lead and supporting roles include:

PROJECTS

REGAS SQUARE

A new Mixed-Use Building to include retail, offices, and condominiums. Located next to the Historic Regas Restaurant, it is currently in the design stage, and is scheduled to begin construction October 2016; Knoxville, Tennessee

HYATT PLACE KNOXVILLE

Complete Renovation and Interior Design services for location of a hotel in the Historic Farragut Building in downtown Knoxville. Interior services include all FFE services including space planning of a kitchen to service the hotel dining needs; Knoxville, Tennessee

HOLIDAY INN AT THE WORLD'S FAIR PARK

Interior renovations to public spaces including the Windows on the Park Restaurant and Bar, Lobby Areas, Banquet Rooms, as well as Exterior renovations to the main entrance to the hotel; Knoxville, Tennessee

MEDICAL ARTS BUILDING

Restoration of this historic Downtown Knoxville to its former glory. The design included converting the upper floors from mostly empty office space into fully occupied upscale apartments; Knoxville, Tennessee

THE TOWER AT MORGAN HILL

The complete renovation of both the exterior and interior of a once condemned student housing building near the University of Tennessee campus; Knoxville, Tennessee

ATLANTA AIRPORT HILTON

Project Architect for a new 385,000 sq.ft., 500-room hotel and conference center. *previous experience while with Rabun Architects; Atlanta, Georgia

LAKE PLAZA CONDOMINIUMS

Lake Plaza Condominiums is a ten-story condominium development in the heart of the University of Tennessee Knoxville Campus. The development will consist of 69 condominium units adjacent to four levels of private parking; Knoxville, Tennessee.

LONESOME DOVE

After completing restorations which included a complete facade renovation, finish remodel of the interior, and updating the equipment and HVAC system., DIA provided complete design services for the complex build-out of this restaurant to the specific needs of the owner. Three separate kitchens were incorporated into the design to accommodate the varied dining areas; Knoxville, Tennessee

S&W

When The City of Knoxville and Regal Theatre were reviewing the design for the new Downtown Knoxville movie theatre, the initial proposed design called for the total demolition of all of the historic structures on the 500 Block of Gay Street, except for the two corner mid-rise buildings.

Seeking an alternative solution, Knox Heritage requested from Faris Eid, President of DIA, to spend a couple of hours rendering what a theatre would look like, being placed behind the historic buildings of the 500 Block of Gay Street. Shortly afterwards, Eid joined a Knox Heritage task force that reviewed alternative plans while attempting to preserve the historic structures. Subsequently, a plan was developed that met Regal's goals of having Gay Street presence along with a logical connection point to the State Street Garage behind the theatre, while preserving the majority of the historic structures of the S&W Cafeteria, The Athletic House, and WROL buildings.

The solution also has another winner, being the City of Knoxville, where additional funds were realized from Historic Tax Credits, the sale of the remaining structures, and long term gains in the form of additional sales and

property taxes. After the solution was agreed upon by all, the City invited developers to submit proposals for the purchase and development of the remaining historic structures, and DIA teamed up with a local development team and was awarded the project. The Gay Street façade will be renovated to its original historic design, as will the interior of the S&W building. A space at the rear of WROL will be converted to a public courtyard, accessible to the occupants and guests of the buildings. All the structures will be upgraded structurally, and brought up to code including accessibility, egress, and utilities.

CIVIC AFFILIATIONS

- *Member: American Institute of Architects*
- *Past Member: Chancellor's Associates for the University of Tennessee, Knoxville*
- *President Elect 2014 – 2015, East TN Chapter, Entrepreneurs Organization (EO)*
- *Past Member, City of Knoxville Public Arts Committee*
- *Past President/Board Member, East Tennessee Community Design Center*
- *Past Board Member, Knoxville Housing Partnership*
- *Member, Knoxville Historic Zoning Commission*
- *Past Member, Knoxville Building Board of Adjustments and Appeals*
- *Member, Leadership Knoxville, Class of 2003*
- *Board Member, Hillcrest Nursing Homes*

HONORS AND AWARDS

- *Faris Eid is being honored with the Bruce McCarty Community Impact Award from East Tennessee Community Design Center on October 20*
- *Medical Arts Building, Metropolitan Planning Commission Excellence Award 2014*
- *Phoenix Building, Metropolitan Planning Commission Excellence Award 2005 and 2006*
- *Pete's Coffee Shop, AIA East Tennessee Most Notable Works of Architecture in the Last 50 Years, 2003*
- *Mortgage Investors Group Building, Orchid Award from Knoxville Beautification Board for Outstanding Design, 2000*

Gregory S. Campbell, AIA, LEED® A.P

VICE PRESIDENT OF OPERATIONS

Scheduling/ Quality Assurance

Professional Registration: Registered Architect since 1996 National Council of Architectural Registration Boards Certified LEED® Accredited Professional

BACHELOR OF ARCHITECTURE CUM LAUDE, 1993
UNIVERSITY OF TENNESSEE KNOXVILLE



As Vice President of Operations for Design Innovation, Mr. Campbell is involved in all aspects of the firm's performance, as well as with every project undertaken by the firm, from project award through occupancy.

Mr. Campbell has 18 years of experience as a project architect and project manager for private, commercial and government projects.

Projects designed and managed range from small commercial interior renovations to large renovations/additions of multiple facility types, including office buildings, retail facilities, multi-family residential, industrial facilities, laboratories, churches, food services, educational and Department of Energy demolition, renovation and new construction projects, as well as master planning for large multi-use sites from 20 acres up to 400 acres.

Projects range in cost from \$10,000 up to over \$28 million in construction. The projects' clientele spanned private developers, commercial developers, State and Federal Governments, Industrial/Manufacturing companies and corporate businesses.

PROJECTS

REGAS SQUARE

A new Mixed-Use Building to include retail, offices, and condominiums. Located next to the Historic Regas Restaurant, it is currently in the design stage, and is scheduled to begin construction October 2016; Knoxville, Tennessee

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The Tower at Morgan Hill – The complete renovation of both the exterior and interior of a once condemned student housing building near the University of Tennessee campus; Knoxville, Tennessee

LAKE PLAZA CONDOMINIUMS

Lake Plaza Condominiums is a ten-story condominium development in the heart of the University of Tennessee Knoxville Campus. The development will consist of 69 condominium units adjacent to four levels of private parking; Knoxville, Tennessee

RIVER TOWNE CONDOMINIUMS

A new riverfront development in downtown Knoxville, on a 5 acre property. The project consists of 50 condominium units, with surface and garage parking, along with river side outdoor pool and recreation area, and a 20 boat slip marina. Design Innovation provided the relevant application services and coordination with TVA and Historic Certifications as to facilitate the approval of this development within TVA's flowage easement; Knoxville, Tennessee.

LONESOME DOVE

After completing restorations which included a complete facade renovation, finish remodel of the interior, and updating the equipment and HVAC system., DIA provided complete design services for the complex build-out of this restaurant to the specific needs of the owner. Three separate kitchens were incorporated into the design to accommodate the varied dining areas; Knoxville, Tennessee

HONORS AND AWARDS

- *AIA/TN President Elect, Current*
- *AIA/TN Board of Directors, since 2009*
- *AIA/ETN President, Past*
- *AIA/ETN Board of Directors, 2007-2013*
- *Tau Sigma Delta Honor Society*
- *Planning Committee for First Annual AIA East TN Design Awards, 1999*
- *AIA Nominations Committee, 1999*
- *Mortgage Investors Group Building – Orchid Award from Knoxville Beautification Board for Outstanding Design, 2000*

PROFESSIONAL AFFILIATIONS

- *American Institute of Architects*
- *LEED Accredited Professional*
- *National Council of Architectural Registration Boards*

SECURITY CLEARANCE

Q Clearance, US Department of Energy
2005 – Inactive

PREVIOUS EMPLOYMENT

- *Shaw Environmental & Infrastructure
Knoxville, Tennessee*
- *Pro2Serve Oak Ridge, Tennessee*
- *Ed Greene and Associates Knoxville, Tennessee*
- *Michael Brady Architects Knoxville, Tennessee*

Paul M. McCall, AIA

SENIOR PROJECT ARCHITECT

Project Manager

Professional Registration: Registered Architect, TN

BACHELOR OF ARCHITECTURE, 1995

UNIVERSITY OF TENNESSEE KNOXVILLE



A registered architect in the state of Tennessee, Paul McCall has 20 years of experience in architecture for corporate, commercial, residential, and institutional clients. Paul is an advocate for an Architecture of regional modernism, integrating

modern technologies and methods with the specifics of place. Within this approach, Paul has an interest in the “big picture” design moves that establish a building’s overall aesthetic and feel, but has an equal interest in the aesthetic and technical properties of the detail, as the well-executed detail establishes the more tangible aesthetic of a place while promoting the longevity of the building. Paul also has a deep interest in real sustainability: the idea that modern technology can be integrated with common sense natural systems in a meaningful way is an appropriate ethical stance for Architects. Within this design philosophy, Paul seeks to involve the client and user groups at a high level to produce the most functional and productive outcomes possible. He understands that the process of turning a Project into a built reality is always a team effort, whether it be working through initial programming with the client or working out detail issues in the field with the contractor. Paul has experience in design and management of Projects ranging from small residential renovations to new, large-scale institutional buildings of more than \$30 million.

PROJECTS

Paul is a new addition to the DIA staff. While he is fully engaged in current projects at DIA, what follows is a brief listing of some of his previous experience:

UNIVERSITY OF TENNESSEE MARRIED STUDENT HOUSING RENOVATIONS

while with Robert C. French Architects

Work included assessments of the building and parking structure, as well as design of public space and corridor upgrades; life safety upgrades; and the design of new egress stairs; Knoxville, Tennessee

UNIVERSITY OF TENNESSEE

while with Robert C. French Architects

Clyde York 4-H Center Renovations - UT Ag Extension, Work included aesthetic and mechanical upgrades for existing cabins and dormitories, including sleeping quarters and restrooms; Crossville, Tennessee

HILTON GARDEN INN

while with Collaborative Studio

Provided oversight on interior public space detailing and Construction Administration; Brentwood, Tennessee

KNOX COUNTY SCHOOLS

while with Red Chair Architects

Career Magnet Academy, Strawberry Plains, Tennessee

PUTNAM COUNTY SCHOOL DISTRICT

while with Red Chair Architects

Monterey High School, Monterey, Tennessee; Prescott School, Cookeville, Tennessee; Upperman Middle School, Baxter, Tennessee

WARREN COUNTY SCHOOL DISTRICT

while with Red Chair Architects

Dibrell School Renovations and Addition, McMinnville, Tennessee; Morrison School, McMinnville, Tennessee

AMERICAN CANCER SOCIETY HEADQUARTERS

while with McCarty Holsaple McCarty
Knoxville, Tennessee

COAL MINE MUSEUM

while with Bullock Smith + Partners
Lake City, Tennessee

KIMBERLY-CLARK HEADQUARTERS RENOVATIONS

while with McCarty Holsaple McCarty
Knoxville, Tennessee

KNOXVILLE TRANSIT CENTER

while with Bullock Smith + Partners
Knoxville Area Transit, Knoxville, Tennessee

UNIVERSITY OF TENNESSEE

while with Bullock Smith + Partners
Min Kao Electrical/Computer Engineering Bldg.,
Knoxville, Tennessee

Paul was also a board member/ Vice President of the Board for a 95-unit condo association in Sequoyah Hills (for about 8 years). His responsibilities included oversight and/ or design and implementation of various capital improvement Projects, including interior corridor upgrades, boiler replacement, window standard upgrades and replacement, courtyard improvements, various site design and ADA improvements, among other items.

PREVIOUS EMPLOYMENT

- *Collaborative Studio, PLLC, December 2014 – 2016*
- *Red Chair Architects 2008-2014*
- *Bullock Smith & Partners, 2005–2008*
- *Robert C. French Architect LLC, 1998–2005*
- *McCarty Holsaple McCarty Inc., 1995–1998*

HONORS AND AWARDS

while with Robert C. French Architects, Paul was part of the design team, production lead, construction administrator

- *Private Residence, American Institute of Architects (AIA) Award, 2003*
- *Private Residence, Architectural Record House of the Month, November 2005*

while with Red Chair Architects, Paul was provided design and technical oversight and construction administration as an assistant Project Manager

- *Prescott School, American Institute of Architects (AIA) East Tennessee Chapter Award, 2011*
- while with Red Chair Architects, Paul was the Project Lead, Project Manager and part of design team that saw the Project from initial concept to Owner occupancy*

- *Dibrell School, American Institute of Architects (AIA) East Tennessee Chapter Award, 2012*
- *Morrison School, American Institute of Architects (AIA) East Tennessee Chapter Award, 2012*
- *Morrison School, American Institute of Architects (AIA) State of Tennessee Award, 2013*

while with Bullock Smith + Partners, Paul was the lead designer and primary coordinator with Gallagher & Associates, an internationally recognized museum and exhibit design firm

- *Coal Mine Museum, American Institute of Architects (AIA) East Tennessee Chapter Award (unbuilt), 2013*
- while with Red Chair Architects, Paul was the Project Manager and lead designer that saw the Project from initial concept to Owner occupancy.*
- *Cherokee Health Systems Fifth Avenue Clinic, American Institute of Architects (AIA) East Tennessee Chapter Award, 2014*
- *Cherokee Health Systems Fifth Avenue Clinic, City of Knoxville Orchid Award, 2014*

Aimee Yarbrough, LEED® AP

DIRECTOR OF INTERIOR DESIGN

Interior Designer

2007 BACHELOR OF SCIENCE IN INTERIOR DESIGN,
CUM LAUDE, UNIVERSITY OF TENNESSEE KNOXVILLE
A CIDA ACCREDITED PROGRAM



As Director of Interior Design for DIA, Aimee Yarbrough works closely with the project architects and the entire design team, ensuring cohesiveness throughout the design process and optimizing functionality and aesthetics in the fulfillment

of the project. She is the touch point of interior design, involved in all aspects including finish selection, finish boards, design and presentation rendering, space planning, budgeting and job cost estimating, contract documents, client presentations and furniture and art specifications and installation.

PROJECTS

REGAS SQUARE

A new Mixed-Use Building to include retail, offices, and condominiums. Located next to the Historic Regas Restaurant, it is currently in the design stage, and is scheduled to begin construction October 2016; Knoxville, Tennessee

HYATT PLACE KNOXVILLE

Complete Renovation and Interior Design services for location of a hotel in the Historic Farragut Building in downtown Knoxville. Interior services include all FFE services including space planning of a kitchen to service the hotel dining needs; Knoxville, Tennessee

LONESOME DOVE

After completing restorations which included a complete facade renovation, finish remodel of the interior, and updating the equipment and HVAC system., DIA provided complete design services for the complex build-out of this restaurant to the specific needs of the owner. Three separate kitchens were incorporated into the design to accommodate the varied dining areas; Knoxville, Tennessee

MEDICAL ARTS BUILDING

Restoration of this historic Downtown Knoxville to its former glory. The design included converting the upper floors from mostly empty office space into fully occupied upscale apartments; Knoxville, Tennessee

HOLIDAY INN AT THE WORLD'S FAIR PARK

Interior renovations to public spaces including the Windows on the Park Restaurant and Bar, Lobby Areas, Banquet Rooms, as well as Exterior renovations to the main entrance to the hotel; Knoxville, Tennessee

THE TOWER AT MORGAN HILL

The complete renovation of both the exterior and interior of a once condemned student housing building near the University of Tennessee campus; Knoxville, Tennessee

LAKE PLAZA CONDOMINIUMS

Lake Plaza Condominiums is a ten-story condominium development in the heart of the University of Tennessee Knoxville Campus. The development will consist of 69 condominium units adjacent to four levels of private parking; Knoxville, Tennessee

CITYVIEW CONDOMINIUMS

DIA was contracted to assess the conditions of this partially constructed property and recommend improvements, then to develop design solutions DIA also facilitated the review of the project Master Deed; Knoxville, Tennessee

GALLERY LOFTS CONDOMINIUMS

The 78,000 square foot project was designed to house a major retailer on the first floor and two levels of the basement, office space on the 2nd floor, and residential condominiums on the third and fourth floors. DIA provided design services for the entire project as well as Interior Design services for the top 3 floors; Knoxville, Tennessee

OLD CITY WINE BAR

Complete design services for a new Wine Bar designed to achieve the owner's vision for this unique business located in The Old City in Downtown Knoxville, Tennessee.

HONORS AND AWARDS

- *University of Tennessee Honors Exhibition, Honorable Mention 2007*
- *University of Tennessee Universal Design Competition, Second Place 2007*
- *Network of Executive Women in Hospitality (NEWH) Organization Scholarship, 2006 – 07*
- *Jami S. High Memorial Award, 2005 – 06, 2006 – 07*
- *Women Faculty Club Scholarship*
- *Grace Hodges Estate Scholarship*
- *University of Tennessee School of Music Scholarship*

Scott Falvey, AIA, JD, RRC, LEED® A.P

SENIOR PROJECT ARCHITECT

Envelope Consultant

Professional Registration: Registered Architect since 1998, National Council of Architectural Registration Boards (NCARB) Certified, LEED® Accredited Professional, Registered Roof Consultant (RRC)

JURIS DOCTOR 2005, THE UNIVERSITY OF TENNESSEE
COLLEGE OF LAW, KNOXVILLE, TN
BACHELOR OF ARCHITECTURE 1992, MISSISSIPPI
STATE UNIVERSITY, STARKVILLE, MS



As a Senior Project Architect for Design Innovation, Scott is involved with projects from the proposal phase through occupancy. As well as being an architect, Scott is a Registered Roof Consultant, which brings added expertise and

credentials to every DIA project. Scott's keen eye for field condition evaluations and his diversified portfolio experience brings a wealth of knowledge that makes him an invaluable asset to DIA. Scott's experience includes work on multi-story residential and office buildings, retail, restaurants, healthcare, and historic renovations such as the prestigious project of recording and documentation of Monticello (the home of Thomas Jefferson). Scott has successfully completed a number of large and small projects including the following representative projects:

PROJECTS

UNIVERSITY OF TENNESSEE CLYDE AUSTIN 4-H CENTER
Multi-Phase contract providing Architectural services for renovations to the Clyde Austin 4H Camp for the residences, the recreational facility, and the manager's quarters. DIA provided design and construction administration services for renovations at the camp including the pool and the subsequent construction of a new pool; Greeneville, Tn.

RIVER TOWNE CONDOMINIUMS

A new riverfront development in downtown Knoxville, on a 5 acre property. The project consists of 50 condominium units, with surface and garage parking, along with river side outdoor pool and recreation area, and a 20 boat slip marina. Design Innovation provided the relevant application services and coordination with TVA and Historic Certifications as to facilitate the approval of this development within TVA's flowage easement; Knoxville, Tennessee

UNIVERSITY OF TENNESSEE

Currently working on the reroofing of five separate University of Tennessee buildings (historic and contemporary) which have all suffered severe Storm Damage in recent years. The work is being done in stages to, better allow for proper scheduling of all construction phases. These projects involved an extensive review and programming process with the University to determine the most cost effective approach to the repairs and scheduling; Knoxville, Tennessee

CITYVIEW CONDOMINIUMS

DIA was contracted to assess the conditions of this partially constructed property and recommend improvements, then to develop design solutions DIA also facilitated the review of the project Master Deed; Knoxville, Tennessee.

THE TOWER AT MORGAN HILL

The complete renovation of both the exterior and interior of a once condemned student housing building near the University of Tennessee campus; Knoxville, Tennessee

HYATT PLACE KNOXVILLE

Complete Renovation and Interior Design services for location of a hotel in the Historic Farragut Building in downtown Knoxville. Interior services include all FFE services including space planning of a kitchen to service the hotel dining needs; Knoxville, Tennessee

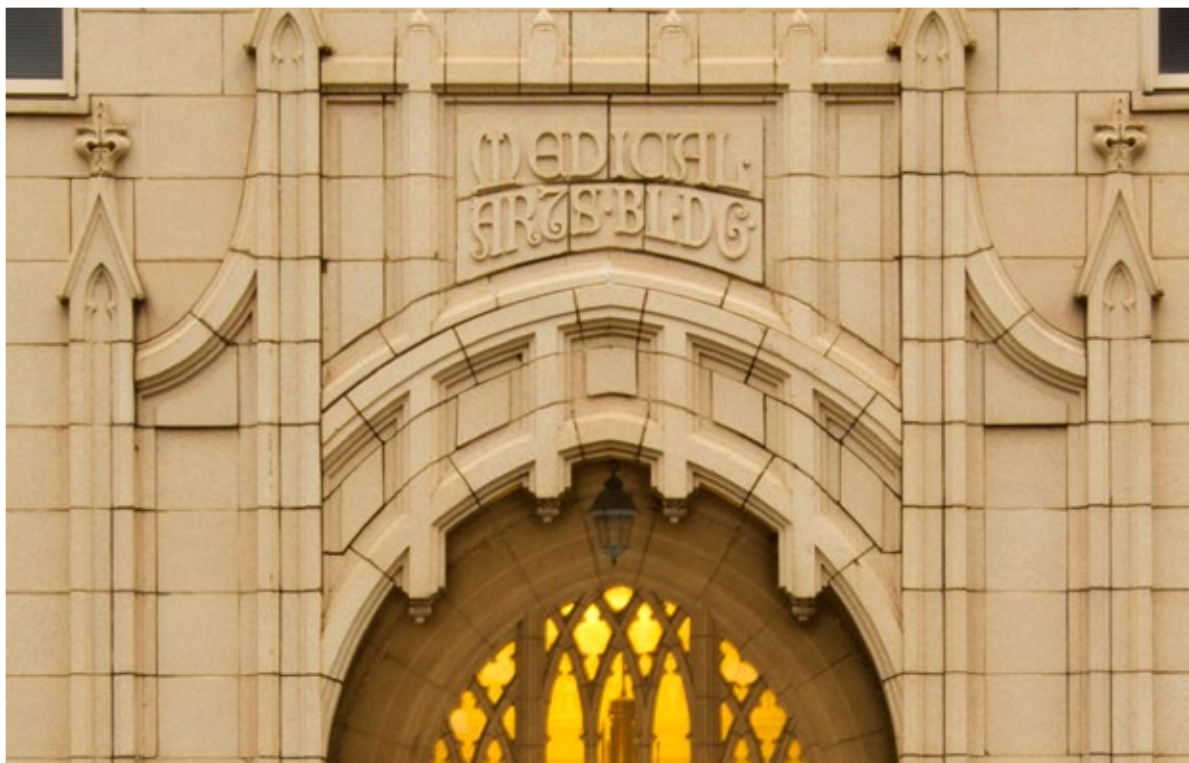
PROFESSIONAL/CIVIC AFFILIATIONS

- *American Institute of Architects*
- *Construction Specifications Institute*
- *American Bar Association*
- *Past Board Member-Blount Mansion Association*
- *Roof Consultant's Institute*

HONORS AND AWARDS

- *Governor's Task Force Competition Finalist:
Low-Cost Housing Design*
- *Academic Exchange Program - Placed in a competitive selection process for an international exchange program with the Plymouth Polytechnic School of Architecture, Plymouth, England*
- *Fifth year thesis Juror's Award: best thesis as judged by jurors of the fifth year thesis presentations*
- *Mississippi Concrete Industries Design Award:
First Prize*
- *University of Tennessee – Knoxville College of Law:
Pro-Bono Honors*

MEDICAL ARTS BUILDING
KNOXVILLE, TENNESSEE



The Medical Arts Building has long been one of the most magnificent buildings in Downtown Knoxville, and now, thanks to the efforts of developers Tom and Michael Grace of Grace Capital, it has been restored to its former glory. The design included converting the upper floors from mostly empty office space into fully occupied upscale apartments. The design assured that the original arched hallways and historic doors were preserved and restored in their original locations.

Throughout the building, the exquisite marble, granite, and terrazzo wall and floor coverings were also restored to their original beauty, as were the brass and bronze ornamentation. The exterior facades were cleaned and restored after addressing the problem of mismatched stones from prior renovations, and the entire building received upgraded systems, as well as a new security system.

AWARDS

2014 Beautification Award – Keep Knoxville Beautiful

2014 MFC Excellence Awards



LAKE PLAZA CONDOMINIUMS
KNOXVILLE, TENNESSEE



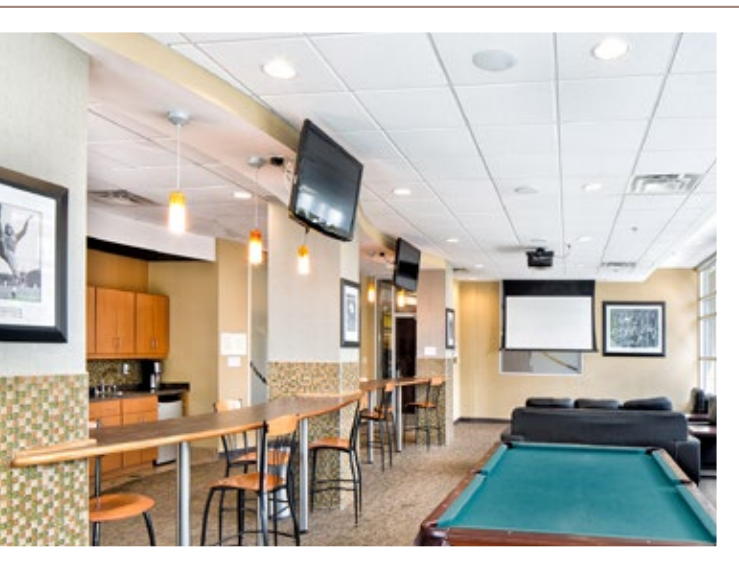


Lake Plaza Condominiums is a new ten-story condominium development in the heart of the University of Tennessee Knoxville Campus. The development consists of 69 condominium units adjacent to four levels of private parking. The project is conveniently located within walking distance of the University and main pedestrian shopping areas and restaurants.

DIA provided relevant application services and coordination with Zoning Certification, the City of Knoxville, and Neighborhood Associations to facilitate the approvals required to make this development a reality within the Cumberland Avenue C-7 Pedestrian District.

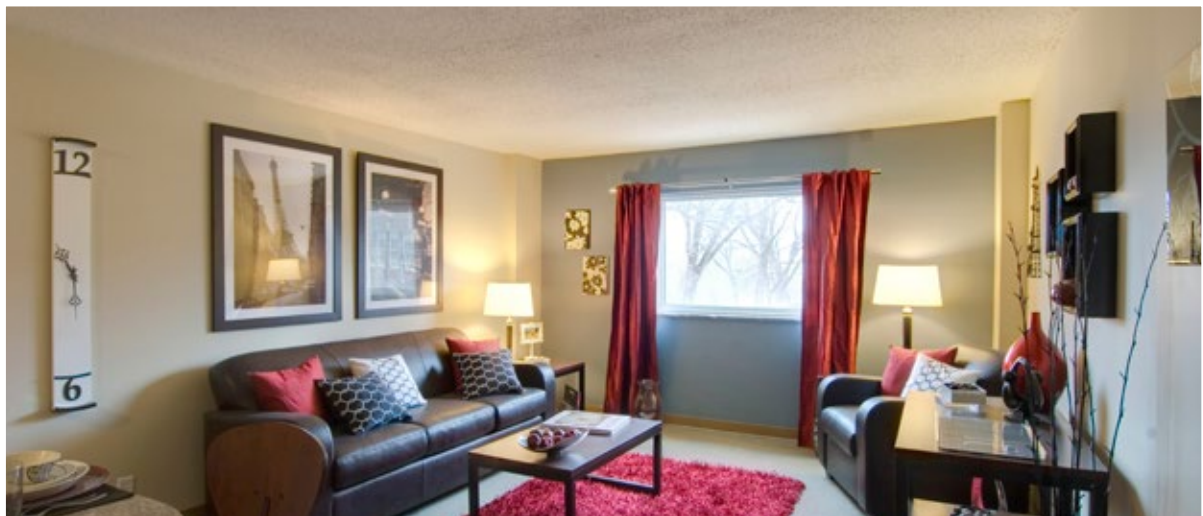


TOWER AT MORGAN HILL
KNOXVILLE, TENNESSEE



Standing tall at the edge of the University of Tennessee campus is one of the most prominent buildings to be seen for miles. For years it stood dilapidated and empty. What was once Kingston Tower Married Student Housing is now The Tower at Morgan Hill. The once condemned building has received a complete interior and exterior renovation.

The spacious one and two bedroom apartments include stainless steel appliances in the kitchen, upgraded cabinetry, new flooring, and much more. The building itself has had many up-scale amenities added such as a rec room with game tables, a bar area, and a video game station, and a tanning room with tanning beds and a spray tan booth. The exterior facelift included the addition of bands to break up the monotony of the red brick on such a tall, slender building; as well as the reconstruction of the ground floor exterior with sleek glass systems and polished masonry. The building's infrastructure received much needed upgrades including a new HVAC system, fire alarm system, plumbing, electrical, cable, and Wi-Fi at ground level. Improved sidewalks and access to Kingston Pike were among the improvements made to the overall site, as well as new landscaping and irrigation systems. So impressive are the upgrades, that The Tower at Morgan Hill is experiencing high rates of leasing upon first viewing.



REFERENCES

At DIA, some of the most important measures of success are client satisfaction and a solid reputation amongst the community, and our consultant and general contractor partners. Our clients acknowledge the quality of our work by becoming repeat clients of DIA recognizing that DIA does not compete for projects by lowering our fees. Clients return because they trust our quality, service, and overall value. Their satisfaction is the ultimate testament to our staff and to the underlying respect we have for each other and for our clients. Our project partners are always confident that the quality of our work will lead to superior documentation and open lines of communication which result in successful projects. Of the numerous possibilities, we have chosen the following three references for your consideration.

DENARK CONSTRUCTION

Raja Jubran, President
865.637.1925 rjubran@denark.com

GRACE CAPITAL

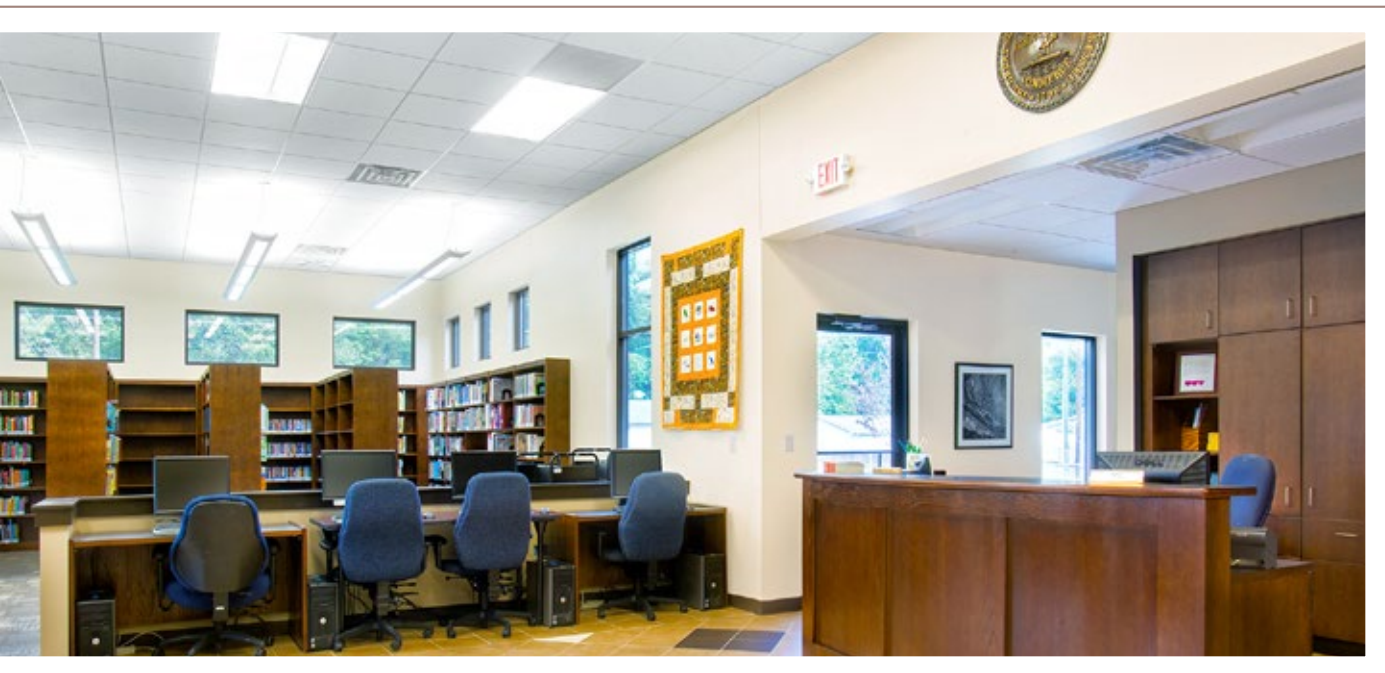
Michael Grace
312.296.2044 m.gracecapital@gmail.com
Tom Grace
630.368.7500 t.gracecapital@gmail.com

VOLS EQUITY, LLC

Stanley Mohr
212.207.4766 stanmohr@aol.com

CONTACT

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p 865.637.8540 or 865.291.2221 / f 865.544.3840
www.dia-arch.com



DIA DESIGN CONSULTANT

S H I E L D

ABOUT

Shield is a Geotechnical, Construction Materials Testing, and Environmental consulting firm headquartered in Charlotte, North Carolina. Shield opened a satellite office in the Oak Ridge in 2003 when we began serving as quality assurance for multiple landfill closures at Oak Ridge National Laboratory on the Melton Valley Completion Hydraulic Isolation (i.e. SWASA-4, 5, 6 and pits and trenches, and EMWMF). An official Knoxville office was opened in 2004 and since that time has completed over 500+ projects ranging from small residential to heavy construction. I'm proud to say in 2013 we celebrated our 25th year in business, and eagerly look forward to the next 20 years. Shield's Charlotte office has maintained an AASHTO accredited laboratory since 2003, with the Knoxville office becoming accredited to start out 2011.

Our staff, which consists of over 60 engineers, geologists, scientists, technicians and support personnel, provides a common-sense approach to engineering, geotechnical and environmental consulting. Staff members maintain professional registration in their expertise and technical staffs maintain certifications with the National Institute of Certified Engineering Technicians (NICET) and the America Concrete Institute (ACI). We pride ourselves in offering accurate, timely and professional services to the project teams of which we are members.



Michael D. Armour, P.G.

PRINCIPAL GEOLOGIST

EDUCATION

M.S., Geology, University of Toledo, -1975

B.S., Geology, University of Toledo -1973

*Hydrogeology & Environmental Post Graduate Studies-
Oklahoma State University - 1991*

CERTIFICATIONS

Professional Geologist: NC, SC, TN & VA

Certified Petroleum Geologist (inactive)

EXPERIENCE SUMMARY

Mr. Armour has over 35 years of geological, hydrogeological, and management experience with privately held and Fortune 500 companies. During his 24 years of environmental consulting experience, Mr. Armour has conducted geological and hydrogeological investigations; soil and groundwater investigations for hazardous and non-hazardous contaminants; designing, conducting remedial feasibility studies; remedial system configuration, permitting (e.g., POTW, NPDES, air), installation, O&M using numerous technologies; co-design solvent/plasticizer recovery systems, methane harvesting/venting systems; co-design, permit, operate dewatering systems. His leadership and direction has resulted in the closure of over 120 project sites during his tenure at Shield alone. Mr. Armour's experience includes 6 years of experience as a U.S. Army Corps of Engineers Officer and 12 years as a petroleum exploration/exploitation geologist.

FIELDS OF SPECIALIZATION

Environmental hydrogeology, assessments and remediation; petroleum and solvent facilities; soil, groundwater, and bedrock investigations; comprehensive assessments; remedial feasibility studies and action plans; remedial system design, permitting, installation, operations and monitoring (O&M); methane harvesting/venting; dewatering systems; technical training. Experienced with solvents, petroleum, metals, fly ash, hazardous waste investigations and cleanup.

PROJECT EXPERIENCE

PROJECT MANAGEMENT

Mr. Armour has managed multi-disciplinary environmental portfolio projects for petroleum [UST/AST& Terminal facilities (i.e., Amoco, Conoco, Petroleum World, Inc.)], as well as chemical, brass foundry, airline maintenance facilities; commercial development; and military facilities. Mr. Armour received Amoco's Outstanding Project Manager award in 1995 for execution of complex and public sensitive multi-million dollar projects.

ENVIRONMENTAL ASSESSMENT AND INVESTIGATIONS

Mr. Armour has conducted numerous environmental assessments and investigations in North Carolina, South Carolina, Louisiana, and Virginia. Media have included soil, surface water, groundwater, bedrock, and air. Contaminant types have included metals, hazardous wastes, fly ash, petroleum, chlorinated solvents, and landfill leachate. Methods have included Geophysical, soil gas vapor, Geoprobe®, conventional drilling techniques, and groundwater monitoring and modeling.

REMEDIAL INVESTIGATIONS AND FEASIBILITY STUDIES

Mr. Armour has planned and performed remedial investigations, feasibility studies, and aquifer characterizations for numerous projects using permeability/pump/slug tests, air injection, soil vapor extraction, chemical oxidation, and biotreatability and natural attenuation analyses. Project sites have included military and airline maintenance facilities, petroleum terminals and UST sites, and chemical process facilities.

REMEDIATION

Mr. Armour has directed activities at well over 150 sites during his tenure with Shield. He has prepared remedial action plans and supervised numerous remediation installation and operations projects for petroleum and non-petroleum contamination in soil, bedrock, and groundwater. This included configuring, co-designing, permitting, installing, and operating the remedial systems. Technologies include excavation, pump & treat, bioreactors, soil vapor extraction, air sparging, thermal/catalytic oxidation, activated carbon (including large scale liquid/vapor phase and POE systems), dual-phase vacuum extraction, bioremediation, and natural attenuation.

DEWATERING SYSTEM DESIGN AND OPERATION

Experience includes hydrogeologic evaluation, co-design, and operation of large construction site dewatering systems that included treatment of solvent- contaminated groundwater at major downtown Charlotte development projects and dewatering system design to allow large retail shopping development in popular South Charlotte area.

TECHNICAL TRAINING

Teacher/trainer in seminars and training programs for dry-cleaning /environmental and wastewater industries, remediation O&M technicians as well as during his tenure in the oil industry and military.

AFFILIATIONS & TRAINING

- *Association of Environmental & Engineering Geologists*
- *Carolina Geological Society - Board of Directors positions 2007 - 2009*
- *Mecklenburg County Groundwater Advisory Board*
- *Paw Creek Petrochemical Association – Board positions 2006 - present*

C. Raymond Tant, P.E.

PRINCIPAL ENGINEER

EDUCATION

M.S., Civil Engineering, University of Tennessee, 1996
B.S., Civil Engineering, University of Tennessee, 1994

CERTIFICATIONS

Professional Engineer: GA, KY, TN & VA

CAREER SUMMARY

S&ME – Summer 1994

Law Engineering & Environmental Service's (LAW)
1997-1998

LAWGibb 1998-2001

Law Testing & Solutions 2001-2002

Mactec Engineering & Consulting 2002-2004

Shield Engineering 2004-present

Mr. Tant started his career with Law Engineering & Environmental Service's (LAW) in the Nashville, Tennessee branch in January 1997 and later transferred to their Knoxville branch the same year. During his tenure at LAW, Mr. Tant was fortunate enough to become involved in several large and high profile projects such as the Knoxville Convention Center, the East Skybox Addition to Neyland Stadium, multiple expansions to Oak Ridge National Lab and several large TVA projects. Over time Mr. Tant served as the geotechnical and materials testing department manager from the fall of 1999 until May 2004. In 2004, the opportunity to open a new branch office for Shield Engineering, Inc. was afforded Mr. Tant as well as a becoming a principal in the company. Since that time Mr. Tant has been instrumental in developing business for the office that has included 30+ projects inside of the Oak Ridge Campus (ORNL, Y-12, K-25 and Tru-Waste), TDOT On-Call Geotechnical Consultant Region 1 and multiple landfill expansions, investigations and closures for multiple interties.

EXPERIENCE SUMMARY

GEOTECHNICAL SUBSURFACE

EXPLORATION AND INVESTIGATION

Mr. Tant has provided and overseen engineering services on numerous geotechnical explorations and foundation investigations, ranging from multi-story reinforced concrete and steel structures, small to large water and wastewater treatment plants, stadium expansions and cellular towers. His duties include drilling and laboratory coordination, evaluation and analysis of drilling and laboratory data, and preparation of geotechnical reports, including foundation recommendations. Mr. Tant's responsibilities included coordinating field activities for the geotechnical subsurface exploration and investigation of a major stadium. Mr. Tant was responsible for coordinating the investigation including utility clearances, boring layout and drilling activities. Other responsibilities included visually classifying soil and rock samples and assigning appropriate strength parameters, as well as conducting laboratory tests such as triaxial compression to unconfined compression and consolidation. Mr. Tant also has experience in construction testing and monitoring and drafting geotechnical exploration and investigation reports.

CONSTRUCTION TESTING AND MONITORING

Mr. Tant has been involved in conducting field testing services for construction projects ranging from small commercial structures to multi-story office buildings and football stadium expansion projects. Field services have included caisson inspection, reinforcing steel inspection and soils testing. Mr. Tant currently manages the Construction Testing Services Group and reviews daily logs and field reports for field engineers.

LANDFILL QA/QC

Mr. Tant has served as both the certifying engineer on multiple landfill closures and expansions for both QA and QC teams. Landfills have included both clay liners and geo-composite liners. Testing of fly-ash at multiple TVA sites was also conducted by staff working under Mr. Tant.

ACCREDITED LABORATORY

As part of establishing an office and procuring work with multiple government entities, the establishment and maintenance of an AASHTO accredited laboratory was required. Mr. Tant oversaw the design and construction of the lab space, purchase of equipment, establishing a Laboratory Quality System Manual (LQSM), training of staff, maintaining up to date standards, tracking equipment purchase and calibration and preparing for laboratory audits.

MANAGEMENT

Mr. Tant has been responsible for overseeing staff utilization, quality control of office work, record storage, office space selection, business development and client maintenance. Mr. Tant annually appraises employees, and has direct input into annual raises and new hires.

- *ASCE Government Relations Rep – Annual DC Fly-In (2010 – 2015)*
- *Chi Epsilon – National Civil Engineering Honor Fraternity, Inducted 1993, Marshall 1995-1996*

PUBLICATIONS

- *Drumm, E.C., Mauldon, M. and Tant, C.R. (1998) “Stabilization of Coal Mine Waste with Soil Nails” Ground Improvement, Thomas Telford Publishing, UK, Vol. 2, pp 147-156.*
- *Drumm, E.C., Tant, C.R., Mauldon, M. & Berry, R.M. (1996). Instrumentation of a nailed mine-waste slope. Proc. of the International Symposium on Earth Reinforcement, Ochiai, Yasufuku and Omine Editors, Balkema, pp. 741-752.*
- *Tant, C.R., Drumm, E.C., Mauldon, M., Berry, R.M. (1996) “Application of Soil Nails to the Stability of Mine Waste Slopes” Proceedings, Annual Meeting of the American Society for Surface Mining and Reclamation, Knoxville, TN, pp 282-293.*
- *Tant, C.R., Drumm, E.C. Mauldon, M. and Berry, R.M. (1995) “Application of Earth Inclusions for Slope Stabilization” Southeastern Transportation Geotechnical Engineering Conference, Huntsville AL, October.*

AFFILIATIONS

- *ASCE Student Member 1993*
- *ASCE University of Tennessee Student Chapter President 1993-1994*
- *ASCE Southeast Regional Student Conference at the University of Tennessee – Chairperson 1994-1996*
- *ASCE Knoxville Branch Secretary/Treasurer 2003-2004, Vice-President 2004-2005, President 2005-2006*
- *ASCE Tennessee Section Vice President (2007- 2008), President Elect– (2008-2009)*
- *ASCE Knoxville Branch Region 4 Delegate – Current*

PRESENTATIONS

- *“Increased Compaction ≠ Lower Permeability - TDEC Solid Waste Conference 2014 & ASCE/ACEC/TSPE Annual Conference 2014.*
- *“Alternative Test Methods to Satisfy Project Specifications” 2013 ASCE Knoxville Branch Meeting*
- *“Alcoa Bake Furnace Investigation” 2007 ASCE State Geotechnical Meeting*
- *“What is Geotechnical Engineering?” 2007 Knoxville ASCE Continuing Education Seminar Lunch & Learn Presentations*

- “Transferring Geotech Recommendations to the Project specifications”
- “Common Causes of Foundation Damage”
- “Sinkholes in East Tennessee”
- “Specification Traps”

CAREER PROJECTS (PE-SERVED AS ENGINEER)

- Oak Ridge National Labs (ORNL) 1 Million Gallon Water Tank (PE)
- ORNL Chemistry and Biology Building (PE)
- ORNL High Flux Isotope Reactor (HFIR) Warehouse (PE)
- ORNL HFIR Steam Plant (PE)
- ORNL HFIR Maintenance Facility (PE)
- ORNL Chem & Bio Parking Garage (PE)
- ORNL Max Lab (PE)
- ORNL 7018 Building (PE)
- ORNL Advanced Materials Laboratory Addition (PE)
- SNS Chestnut Ridge Office Building (PE)
- SNS Chestnut Ridge Maintenance Building (PE)
- SNS Chestnut Ridge End User Building (PE)
- ORNL Bethel Valley Remediation Project (PE)
- Y-12 Demolition Landfill V – Phase 4 (PE)
- Y-12 EMWMF K-25 Encapsulation Cabelas @ The Falls – Bristol, VA (PE)
- Kroger GA698 (Fountain City) (PE)
- Horizon Center (K-25) Transportation Safeguard Facility (PE)
- University of Tennessee Neyland Stadium East Skybox Phase II Construction (PE)
- KUB Mark B. Whitaker Water Treatment Plant 4 million gallon tank 2011 (PE)
- Neyland Stadium South End Zone Scoreboard
- University of Tennessee Athletic Academic Facility
- University of Tennessee Student Athletic Center
- Additions to UT Alumni Gymnasium
- UT Boathouse
- UT Thornton Academic Center
- UT Agricultural Campus Additions
- Knoxville Place (12 Story Dormitories) (PE)
- Knoxville Convention Center Preliminary and Final Geotechnical Report
- TVA Gas Turbine Sites in Seven States
- SNS Target Building, CUB, and Utilities Demolition (PE) Cumberland Gap, Chuckey Doak & Claiborne Co. HS (PE)
- East TN Historical Center (PE)
- ORNL - East Campus Additions (300,000 sf) (PE)
- KUB Mark B. Whitaker Water Treatment Plant ½ million gallon tank and pump station 2001 & 2003 (PE) Tennessee Valley Authority (TVA) Condensate Tanks – seven sites in Southeast U.S.
- TVA Kingston Steam Plant Coal Unloading Facility
- TVA Allen Coal Crushing Facility
- TVA Kemper County, MS Gas Turbine Facility
- Pro2Serve Corporate headquarters (PE)
- The Bluff at German Creek (PE) Pellissippi State Technical College Additions (PE)
- Cherokee Health Systems Corporate Headquarters
- Hope VI – 40 Sites
- Tennessee State Office Building University Avenue (PE)

PERSONAL AFFILIATIONS

- University of Tennessee National Alumni Association Knox County Chapter Board of Directors – Elected Member 2004, Treasurer 2006-2007, Secretary 2007 – 2008, Vice-President 2008-2009, President Elect 2009-2010, President 2010-2011.
- Knoxville Development Partners Advisory Group (DPAG), Zoning & Subdivision Committee - 2005

DIA DESIGN CONSULTANT

S & M E

S&ME, Inc. (S&ME) is a leading, multi-disciplined professional services firm responding to our clients with innovative, sustainable solutions. Founded in 1973, we have grown to an 1100-person corporation operating from 35 offices across the U.S. In 2015 Littlejohn joined S&ME. Together, they provide comprehensive design and due diligence services for land development, construction and environmental support. Services include land planning, civil and site development engineering, municipal planning and engineering, transportation planning and engineering, land surveying, landscape architecture, economic development, geotechnical engineering, construction materials engineering and testing, environmental services, occupational health and safety, and natural and cultural resources.

EXPERIENCE IN REQUIRED DISCIPLINES

S&ME provides urban planning and design for a variety of public and private sector developments. They emphasize the physical attributes of the environment, the cultural and historical forces that shape it, and suggest solutions to improve the quality of life in cities and urban areas. Their professional staff includes planners, civil engineers, transportation engineers, and land surveyors with expertise in mixed-use projects, master planned communities, land development, infrastructure, and streetscapes. They have an extensive background addressing critical design issues of urban development within various towns, cities, and sites throughout Tennessee. S&ME helps communities coordinate action plans in order to effectively respond to urban issues.

Their staff routinely works with private developers and government agencies to address the problems of economic decline and historical revitalization in order to accommodate the growing infrastructure needs of urban cities. S&ME's primary concern is with the public's well-being and with helping people to effectively plan growth within their communities and environments. They have assisted urban renewal projects throughout all stages of a project's development: analyzing zoning ordinance issues, planning commission interaction, conducting public hearings and fostering community support.

S&ME's approach to planning and design is integrated, uniting multiple disciplines within a cohesive team organization. Their professionals build upon local knowledge and resources and apply them to new conditions. They are committed to the ideal that community planning is a powerful tool for positive and sustainable change to create rewarding, sustainable, and enriching built environments that satisfy both individual and community needs.



Andrew Wolthers, PE, LEED AP

SENIOR PROJECT MANAGER CIVIL ENGINEER

PROJECT ROLE

Civil Engineer

LOCATION

Nashville, TN

BS IN CIVIL ENGINEERING NORTHERN
ARIZONA UNIVERSITY, 2001

Joined S&ME in 2004 with 3 Years of Experience

REGISTRATIONS

PE, TN #109529, Expiration 01/31/2018

LEED Accredited Professional

CERTIFICATIONS

TDOT Level 1 EPSC



Andrew has 15 years of experience in the design of public infrastructure projects. He is experienced with the regulatory and permitting process. He specializes in performing complex hydrologic and hydraulic analyses and

stormwater modeling including floodplain, detention and stormwater quality analysis. Andrew is a LEED Accredited Professional versed in the use of sustainable design practices including green roofs, rain gardens, and groundwater harvesting for irrigation and stormwater treatment systems.

PROJECTS

ROLLING MILL HILL PHASE 1 DEVELOPMENT |

NASHVILLE, TN

Assisted the Metropolitan Development and Housing Agency (MDHA) with a variety of infrastructure improvements during Phase 1 of the project. The infrastructure elements were developed to support approximately 1,175 new residential units and commercial office, neighborhood retail, and restaurant space. Features of the plan include adaptive reuse of historic structures on site and a river's edge greenway connecting to downtown and adjacent neighborhoods. Andrew performed a site analysis and developed construction documents for the initial eight acres of development on the 34-acre site. He also provided construction administration services.

ROLLING MILL HILL TROLLEY BARNs | NASHVILLE, TN

The Rolling Mill Hill Trolley Barn Site is located on a 19-acre site overlooking the Cumberland River. The site included buildings originally constructed in the 1940s by the Works Projects Administration (WPA). As part of the City of Nashville's continuing efforts to revitalize downtown, the Rolling Mill Hill Trolley Barn site was converted from government offices into a mixed-use community. As Project Engineer, Andrew provided civil engineering design to convert the site into a mixed-use redevelopment. Services included design for stormwater, water quality, detention, utilities, and sewer system. The Historic Trolley Barns now include six buildings containing more than 80,000 SF. The Historic Trolley Barns at Rolling Mill Hill were added to the National Register of Historic Places in November 2010.

ROLLING MILL HILL & HERMITAGE
AVENUE WIDENING | NASHVILLE, TN

Civil engineering design for the Rolling Mill Hill and Hermitage Avenue Widening project. The \$8.5 million federally funded project was administered as a state (TDOT) enhancement project. The project included design and development of a multi-use greenway along the eastern edge of the Cumberland River. The project design encourages local residents to utilize alternative transportation choices by providing bicycle and pedestrian connections from Rolling Mill Hill to other Downtown Nashville features such as the Shelby Avenue Pedestrian Bridge. The project included reconstruction and widening of Hermitage Avenue along the western edge of the site.

ADELICIA MIXED-USE DEVELOPMENT | NASHVILLE, TN
Provided civil engineering and planning services for this 18-story, \$65 million premier mixed-use development. The one-acre development is located on the same site of the childhood home of Adelia Hayes, a historic 19th century figure. Provided zoning and agency coordination, construction permitting, site approval services, and streetscape and offsite utility improvements, and development of an adjacent park.

VELOCITY MIXED-USE
DEVELOPMENT | NASHVILLE, TN

Velocity is a five-story mixed-use condominium situated in the heart of the Gulch District. As part of a larger Redevelopment Plan, the Gulch was transformed from an industrial/ warehouse area into a modern urban community with access to shopping, eating, and entertainment. Velocity preserves the historical nature of the community while providing modern conveniences. The facility includes 264 residential units, a sky lounge with cabanas, a fitness studio, a European-style courtyard, a 145,000 SF parking structure, and 21,000 SF of retail space. Services included grading, stormwater detention, and water quality design. A unique challenge of the project involved overcoming tight constraints due to the proximity of a railroad yard.

TENNESSEE STATE MUSEUM | NASHVILLE, TN

Project Manager for land surveying, due diligence, and civil engineering services for the new State Museum. The project scope also includes detailed design for the new parking lot and plaza expansion to the south of the museum, which provides a connection to the Nashville Farmers Market. Civil Engineering services include schematic design and site plan; sanitary sewer relocation and easement abandonment; stormwater design and permitting; agency coordination and permitting; and construction administration.

NANCE PLACE | NASHVILLE, TN

Provided civil engineering services for the construction of a mid-rise urban wrap apartment complex for the MDHA, along with accompanying grading and utility site improvements. Services included design of a water quality system to meet the current 80% TSS removal required by the Metro Stormwater Manual. Project received LEED Platinum certification.

J.C. NAPIER HOMES | NASHVILLE, TN

Provided civil engineering services for the demolition and removal of building pads, upgrading and expansion of existing parking spaces, and rehabilitation of sidewalks and hardscapes for a residential facility located on a 22-acre site that is owned and operated by the MDHA. Andrew prepared a SWPPP, sediment and erosion control plans, and an NOI.

Brad Salsbury, PE

SENIOR PROJECT MANAGER CIVIL ENGINEER

PROJECT ROLE

Senior Civil Engineer

LOCATION

Knoxville, TN

BS IN GEOTECHNICAL ENGINEERING

UNIVERSITY OF IDAHO, 1994

*Joined S&ME in 2015 with
20 Years of Experience*

REGISTRATIONS

*PE, TN #105756, Expiration 12/31/2016
Also registered in Kentucky*



Brad has over 20 years of experience in civil engineering involving site civil design, land use planning, urban redevelopment planning/design, stormwater management, erosion control, SWPPP, and ADA compliance

and retrofitting. He has provided planning, engineering design, and construction management for a range of projects including higher education facilities, dormitories, and campuses; religious facilities; industrial facilities and plants; residential development; commercial/ retail development; parks and greenways; and sidewalks.

PROJECTS

CAMPBELL STATION EXCHANGE MIXED-USE

RETAIL DEVELOPMENT | FARRAGUT, TN

Complete survey and design to develop a comprehensive Planned Commercial Development area anchored by a large Kroger Supermarket building (100,000 SF) including a fuel center and pharmacy. In addition to the anchor facility, the development includes 66,588 SF of additional commercial space including retail and restaurant tenants. The development required rezoning, preliminary plat subdivision, site plan approval, erosion and sediment control, all utility design, two traffic signals, roundabout intersection, open space and floodway accommodation and a unique site layout for the development.

SHERRILL HILL MIXED USE

RETAIL DEVELOPMENT | KNOXVILLE, TN

Provided civil engineering design services for this planned commercial mixed use development on a 35 acre site including 330,000 SF of building area.

LAKE AVENUE PARKING GARAGE, UNIVERSITY OF TENNESSEE KNOXVILLE (UTK) | KNOXVILLE, TN

Civil Design Project Manager for design of the UTK Lake Ave Parking Garage. Design services provided include site civil design, landscape and hardscape design, traffic impact studies, and environmental coordination. Design of this 1000-vehicle parking structure included site development and Right-of-Way coordination with the University of Tennessee Facilities Planning and Facilities Services departments and the City of Knoxville Engineering Staff. Stormwater quality and quantity measures were designed to meet both UTK and City of Knoxville guidelines. Landscape and site amenities are designed to meet the goals of the State Sustainability Guidelines and the University Design Guidelines. Our project team design staff worked with University staff to provide a small

demonstration/ educational exhibit on stormwater management and reuse. The facility was designed to be constructed with limited space and planned as an amenity to the University and the Cumberland strip corridor.

AMBERLEIGH BLUFF APARTMENTS | KNOXVILLE, TN
The Amberleigh Bluff Multi-Family Apartment development, located within the Sherrill Hill development, consists of 336 luxury apartment units with clubhouse, maintenance/ laundry facilities and pool amenities. The development included a combination of multi-family units, senior living facilities and retail/ commercial developments over a 100-acre tract. The design phase and development of construction plans included a stormwater detention pond, water quality units and stormwater infrastructure.

CEDAR SPRINGS PRESBYTERIAN CHURCH
LOW IMPACT PARKING | KNOXVILLE, TN
Provided design and construction of additional and overflow parking for Cedar Springs Presbyterian Church. Designed the new overflow parking area to employ a vegetated parking surface using the Presto GeoBlock paver system covering most of the 1.5-acre lot. Prior to redesign, stormwater flooding of adjacent properties and streets was common due to limited downstream capacity. The improved site design incorporated a retention pond allowing for removal of 80% TSS. The retention pond was designed to accommodate the developed conditions runoff and improve existing issues associated with stormwater conveyance off-site. Site design also included the construction of a groundwater well and pump station to provide irrigation for the new vegetated parking surface as well as the existing church baseball diamond and associated landscaping.

WEST CAMPUS REDEVELOPMENT, UNIVERSITY OF
TENNESSEE KNOXVILLE | KNOXVILLE, TN
Project Manager for the Civil site design components of the master planning and Phase I of the West Campus Development on the UTK Campus. Assisted the design team and University staff in developing the phasing and design programs for the Civil site and utility components of the project. Civil design components included rough and finished grading, ADA compliance throughout the site, stormwater management, water and sewer utility improvements, fire and life safety design and paving and sidewalk layout and design, all of which were designed using the UTK Campus Standards as a guideline for design. As part of the multi-phased design team, we worked closely with the Construction Management team on coordinating the design and construction sequences to maximize efficiencies on the site and meet the aggressive construction schedule.

CEDAR SPRINGS PRESBYTERIAN CHURCH
YOUTH MINISTRIES BUILDING | KNOXVILLE, TN
Assisted in development of the Church campus expansion consisting of design and construction of a 15,000 SF Student Ministries Building as well as additional parking and driveways to provide enhanced connectivity within the campus. Parking facilities were designed to utilize existing grades allowing for maximized parking available. Provided dedicated pedestrian access from parking areas to campus facilities and landscape solutions to visually unify the campus.

Robert D. Sanders, Jr., RLS

LAND SURVEY MANAGER

PROJECT ROLE
Senior Land Surveyor

LOCATION
Knoxville, TN

BS IN SURVEYING &
MAPPING, EAST TENNESSEE STATE UNIVERSITY
Joined S&ME in 2016 with 22 Years of Experience

PROJECT ROLE
Senior Land Surveyor

REGISTRATIONS
RLS, TN #1889, Expiration 12/31/2017

CERTIFICATIONS
Trimble Certified Trainer



Rob has over 20 years of land surveying experience and technical expertise in construction layout, infrastructure and route surveys, boundary surveys, topographic surveys, GPS/GNSS control surveys and ALTA/ NSPS Land Title Surveys.

PROJECTS

FIRE STREET LOFTS | KNOXVILLE, TN
Provided boundary and elevation survey information for the revitalization of a 75 year old department store.

CROWN AND GOOSE PUB | KNOXVILLE, TN
Provided boundary and topographic survey information, as well as zoning and plat preparation services for the revitalization of two old city parcels.

JOHN H. DANIEL PROPERTY | KNOXVILLE, TN
Provided boundary and plat preparation services for the revitalization of the landmark John H. Daniel property on Jackson Ave.

COMMERCE BUILDING CONDOMINIUMS | KNOXVILLE, TN
Provided boundary and elevation survey information along with structure as-built information for the revitalization of the landmark Commerce Bank property.

RACQUET CLUB VILLAS | KNOXVILLE, TN
Provided road and utility construction layout services along with TVA transmission line easement determination and layout services.

SUTHERLAND AVENUE UTILITY RELOCATION, KNOXVILLE UTILITIES BOARD | KNOXVILLE, TN
Provided boundary and as-built information in conjunction with right-of-way and easement marking and acquisition services for approximately 40 affected commercial properties.

JAMES WHITE PARKWAY TRANSMISSION LINE RELOCATION, KNOXVILLE UTILITIES BOARD | KNOXVILLE, TN
Provided boundary and as-built information in conjunction with right-of-way and easement marking and acquisition services for approximately 75 affected commercial and residential properties.

Robert M. Searson, RLS

SURVEY MANAGER

PROJECT ROLE

Civil Engineer

LOCATION

Nashville, TN

CIVIL ENGINEERING TECHNOLOGY NASHVILLE
STATE TECHNICAL INSTITUTE, 1983

Joined S&ME in 1999 with

13 Years of Experience

REGISTRATIONS

RLS, TN #1666, Expiration 12/31/2018

Also registered in AL, AR, FL, KY, & MS



Robert has over 30 years of experience on a wide range of surveying and civil engineering design projects. His technical expertise includes utility surveys, boundary surveys, ALTA/ACSM land title surveys, topographic surveys, aerial

control surveys, route surveys, construction staking, tolerance surveys, and GPS.

PROJECTS

THE GULCH REDEVELOPMENT | NASHVILLE, TN

Survey Manager for the 64-acre urban Nashville redevelopment. The project involved an ALTA/ACSM Boundary Survey of 78 separate parcels. Services also included topographical & infrastructure surveys.

ROLLING MILL HILL | NASHVILLE, TN

Survey Manager, overseeing the surveying, platting and construction staking of an eight-acre parcel for a new mixed-use community along the Cumberland River in downtown Nashville.

MERIDIAN DEVELOPMENT | FRANKLIN, TN

Provided surveying services for a 40 acre mixed-use development.

STREAM VALLEY | FRANKLIN, TN

Provided boundary, topographic, and ROW surveys for a mixed-use development encompassing approximately 363 acres. Development plan includes single family manor and cottage homes, townhomes, multi-family condominiums, office, and civic uses.

NOVADELL MIXED-USE DEVELOPMENT | HOPKINSVILLE, KY

Provided surveying services for a premiere 838-acre, mixed-use development, complete with median-divided boulevard roadways, community and residential roadway and utilities. Responsible for obtaining field-run topographic survey data to supplement the aerial topographic survey information.

THE GROVE AT WATERFORD CROSSING | HENDERSONVILLE, TN

Provided an ALTA/ ACSM Land Title Survey and topographic survey of the existing stormwater quality pond for this multifamily development.

GROVE AT CAMDEN COMMONS | FRANKLIN, TN

Provided a partial topographic survey for a multi-family apartment development consisting of approximately 184 units, sited on approximately eight-acres within the Camden Commons/ Gateway Village development.

PROVIDENCE PARK | NASHVILLE, TN

Provided surveying services for Phase I, II, and III of the new assisted housing program by the Nashville area Habitat for Humanity located on a 41-acre donated site.

Provided construction staking for 141 new homes for families with need.

THE CROSSINGS | NASHVILLE, TN

Performed a 250-acre boundary survey and partial topographic survey for a large commercial development including utilities and roadway.

NEW TENNESSEE STATE MUSEUM | NASHVILLE, TN

Survey Manager for the ALTA/ ASCM Land Title and Topographic Survey for over 22 acres at the Bicentennial State Park and Farmer Market Center. Service included detail underground utility locations, requiring coordination with public utility agencies and private underground locator firms, and location of the flag pole on top of the State Capitol building so that the new museum hallway could be aligned to the flag pole.

28TH 31ST AVENUE CONNECTOR | NASHVILLE, TN

Provided Right-of-Way Staking for the extension of approximately 2,100 LF of roadway in this tight urban setting and associated parking lot extension for the HCA campus. The project included a bridge over railroad tracks. This boulevard not only increases mobility and access in this area of the city, but is an important link that re-establishes a connection between North and West Nashville neighborhoods.

CHANNEY ROAD | SMYRNA, TN

Provided survey for the realignment and upgrade of a 3,633 foot section of urban arterial roadway. The project includes the horizontal and vertical realignment of Chaney Road and Rock Springs Road to raise the roadways above the 100-year flood elevation. The roadway was widened to a three-lane typical section with curb and gutter and sidewalk. The project also included an extensive hydrologic/hydraulic study and design of a new steel arch drainage structure. Public utility extensions of water and sewer utilities were provided to the area for future development.

METRO NASHVILLE ANNUAL

SURVEYING SERVICES | NASHVILLE, TN

Survey Manager, overseeing the surveying of multiple projects under an indefinite delivery service contract for Metro Nashville. Services included boundary and topographical surveys of various publicly owned sites.

Stephanie L. Shealey, PE

PROJECT ENGINEER

PROJECT ROLE

Transportation Engineer

LOCATION

Orlando, FL

MASTER OF SCIENCE IN CIVIL ENGINEERING,
GEORGIA INSTITUTE OF TECHNOLOGY, 2010
BACHELOR OF SCIENCE IN CIVIL ENGINEERING,
GEORGIA INSTITUTE OF TECHNOLOGY, 2007
Joined S&ME in 2012 with 3 Years of Experience

REGISTRATIONS

*PE, FL #77034,
Expiration 02/28/2017*



Stephanie has over 7 years of experience in providing transportation engineering services for both the public and private sector markets. She has a strong background in traffic impacts, parking studies, and ADA site assessment and

compliance review. While working for the Georgia Department of Transportation and the Hampton Roads Transportation Planning Organization in Chesapeake, VA, Stephanie contributed to the development of short and long term plans and programs and administered multiple corridor study projects.

PROJECTS

PHYSICIANS REGIONAL

MEDICAL CENTER | KNOXVILLE, TN

Completed a Traffic Impact Study to evaluate the impact of the relocation of the Physicians Regional Medical Center in Knoxville, Tennessee on the intersections surrounding the project site. As Transportation Engineer, coordinated with the Knoxville TPO for study requirements, projected project traffic volumes and assigned them to the roadway network and site driveways, as well as analyzed the operation of the surrounding intersections with and without the additional development traffic.

ORLANDO SPORTS AND

ENTERTAINMENT DISTRICT | ORLANDO, FL

The Orlando Sports and Entertainment District is a proposed redevelopment of an approximately 8 acre block in Downtown Orlando. The site will be converted from the Orlando Police Station, Orlando Urban Rescue Mission, and associated parking structure to a mixed-use development featuring a mix of residential, commercial, office, and hotel uses. As transportation engineer, completed a traffic study for the surrounding area to show the difference in trip generation from existing to proposed use, analyze the intersection operations surrounding the development, and analyze the parking demand as a function of time of day. Analysis was completed during both the commuter peak period as well as a post-event period due to the adjacent Amway Center venue.

THE YARD | ORLANDO, FL

As Project Engineer, conducted a Traffic Impact Study for a brownfield site from industrial/ warehousing to mixed-use urban infill with 630 residential units and 57,000 SF of commercial use. Evaluated projected parking demand with shared parking practices implemented using the estimated development program.

ORLANDO HEALTH 2025 PLANNED DEVELOPMENT | ORLANDO, FL

Participated in the preparation of a Traffic Impact Study to evaluate the impacts to the roadway network and intersection of the planned build-out of the Orlando Health Downtown Campus. The Development of Regional Impact (DRI) for the Orlando Regional Healthcare System Development was first approved in 2001 and has been updated three times. As Transportation Engineer, projected the number of new trips that will be generated by the proposed development and how they will be distributed throughout the campus and surrounding roadway network, as well as analyzed the operation of the intersection and roadways with and without the additional development traffic.

US-192/ CR-545 DEVELOPMENT | ORANGE COUNTY, FL

Transportation Engineer for a Traffic Impact Study analyzing the impacts of a proposed commercial development at the intersection of US-192/ CR-545 in Orange County, Florida. Analyzed the impacts of the vehicles associated with the new development on the roadways and intersections surrounding the development. Due to an existing intersection spacing, which does not meet standards, analyzed multiple access scenarios and coordinated with FDOT and Orange County to provide safe and efficient travel for both the project trips and existing background trips.

VILLA CITY DRI | GROVELAND, FL

Transportation Engineer for the preparation of Question 21 (Transportation) for the Application for Development Approval for the DRI. The DRI is a proposed mixed-use development consisting of 6,160 residential units, 215,000 SF of office, 400,000 SF of retail, 100,000 SF of industrial park, a 100-bed assisted living facility, and a 100-room hotel, developed in four phases. The project is located on approximately 2,500 acres of land owned by Floribra USA in Lake County, Florida, along US-27 and Villa City Road, south of Florida's Turnpike and west of SR-19. 13 Roadways were analyzed to determine if there was sufficient capacity for the proposed project trips, with recommendations made as to the required roadway improvements for each of the four phases. Additionally, 15 intersections were analyzed within the study area, 10 of which are currently signalized, to determine the necessary improvements to satisfy the needs of the Phase I development traffic demand.

HAINES CITY MULTI-PROJECT TIS | HAINES CITY, FL
Conducted a Traffic Impact Study analyzing the impacts of four proposed developments in Haines City, Florida - Bella Dane Estates, Liberty Bluff Phase IV, Liberty Bluff at Covered Bridge, and Bonnies Landing. These developments are proposed to contain a total of 2,764 multi-family dwelling units, 64 townhome units, and 64,000 SF of retail. The methodology was coordinated with the City of Haines City, and the individual impacts of each project on the roadway network and surrounding 21 intersections were determined, as well as the impacts of the cumulative development. The improvements which would be required to mitigate the deficiencies for each individual development and the cumulative development were determined.

Travis Todd, PE, LEED AP

SENIOR PROJECT MANAGER CIVIL ENGINEER

PROJECT ROLE

Civil Engineer

LOCATION

Nashville, TN

BS IN CIVIL ENGINEERING, VANDERBILT UNIVERSITY,
2003 YEARS OF EXPERIENCE

Joined S&ME in 2007

REGISTRATIONS

PE, TN #115460, Expiration 06/30/2016

LEED Accredited Professional

CERTIFICATIONS

*TDEC Fundamentals of Erosion Prevention & Sediment
Control (Level 1 Certification)*

PROFESSIONAL MEMBERSHIPS

Current Member ULI - Nashville Branch



Travis provides project management and civil engineering design services for a number of institutional, private and public infrastructure projects. He is experienced with the Metro regulatory and permitting

process. His specialties include site layout and design, sediment and erosion control, grading and stormwater management. He is proficient in sustainable site solutions and low-impact development practices.

PROJECTS

ROLLING MILL HILL PHASE 1

DEVELOPMENT | NASHVILLE, TN

Assisted the Metropolitan Development and Housing Agency (MDHA) with a variety of infrastructure improvements during Phase 1 of the project. The infrastructure elements were developed to support approximately 1,175 new residential units and commercial office, neighborhood retail, and restaurant space. Features of the plan include adaptive reuse of historic structures on site and a river's edge greenway connecting to downtown and adjacent neighborhoods. Mr. Todd performed a site analysis and developed construction documents for the initial eight acres of development on the 34-acre site. Mr. Todd also provided construction administration services.

ROLLING MILL HILL TROLLEY BARN | NASHVILLE, TN

The Rolling Mill Hill Trolley Barn Site is located on a 19-acre site overlooking the Cumberland River south of downtown Nashville. The site included buildings originally constructed in the 1940s by the Works Projects Administration (WPA). As part of the City of Nashville's continuing efforts to revitalize downtown, the Rolling Mill Hill Trolley Barn site was converted from government offices into a mixed use community. As Project Engineer, Travis assisted the project team with civil engineering design to convert the site into a mixed-use redevelopment. Services included design for stormwater, water quality, detention, utilities, and sewer system. The Historic Trolley Barns now include six buildings containing more than 80,000 SF. The Historic Trolley Barns at Rolling Mill Hill were added to the National Register of Historic Places in November 2010.

NANCE PLACE | NASHVILLE, TN

Provided civil engineering services for the construction of a mid-rise urban wrap apartment complex for the MDHA, along with accompanying grading and utility site improvements. The one-acre site is located along Hermitage Avenue between Academy and Middleton Streets. Services included design of a water quality system to meet the current 80% TSS removal required by the Metro Stormwater Manual. Project received LEED Platinum certification.

J.C. NAPIER HOMES | NASHVILLE, TN

Civil engineering services for demolition and removal of building pads, upgrading and expansion of existing parking spaces, and rehabilitation of sidewalks and hardscapes for a residential facility owned and operated by MDHA. Travis prepared a SWPPP, sediment and erosion control plans, and an NOI.

ELEVEN NORTH APARTMENTS

IN THE GULCH | NASHVILLE, TN

The Eleven North Apartments bring 302 garden style apartments to the north Gulch area of downtown Nashville. The project includes an elaborate outdoor pool and amenity area in addition to over 1,000 feet of paved public greenway nestled against the historic Nashville CSX Railroad. Travis provided concept planning, civil engineering, and stormwater design. Also provided environmental services related to the brownfield agreement by producing a soil management plan.

MYATT POLICE DEPARTMENT

DESIGN BUILD | NASHVILLE, TN

Provided civil engineering design services for extensive renovations/improvements to the Metro Nashville Police Department site located on the 66.5 acre former Peterbilt Manufacturing facility on Myatt Drive. The scope of work included renovations to the existing 41,000 SF High Bay Building, a build-out of a portion of the Production Building and corresponding site improvements. The entire site was redeveloped to provide parking, accessibility, required utilities, and multi-level security zones for the various departments. The project has pending LEED Silver Certification. Construction cost was \$3.5 million.

METRO FIRE STATIONS | NASHVILLE, TN

Provided civil engineering design for two new fire stations, #21 and #33. Station #33 received LEED silver certification. Station #21 has pending LEED Silver Certification. The average construction cost for each station was \$2.5 million. The stations are energy efficient and built with environmentally friendly products and systems.

HAROLD JORDAN CENTER ICF/IID

SITE IMPROVEMENTS | NASHVILLE, TN

Project Manager for civil engineering services for site improvements at the Harold Jordan Center, an Intermediate Care Facility for Individuals with Intellectual Disabilities (ICF/IID). Provided civil engineering design for two new driveways and two parking areas to be located near the rear of the building. The project also included engineering design for the relocation of an existing fence and sallyport to accommodate the new drives and parking areas. Responsibilities included construction documents preparation; stormwater detention analysis and water quality design; agency coordination, permitting, and review; and bidding and construction administration.

DIA DESIGN CONSULTANT

H E D S T R O M

ABOUT

Hedstrom Design is an award-winning, full-service landscape architecture firm bringing creative design and detailing to projects of all scales. Based in Knoxville, Tennessee, our firm is locally-owned and operated and committed to improving the lives of our local and regional neighbors through thoughtful, collaborative design. We believe that attention to detail is key to excellence in design and service, and our work clearly reflects this belief. Hedstrom Design seeks to enhance the relationship between people and their surroundings by designing areas which are functional and accessible to all types of individuals. Spaces are created with an emphasis on beauty, comfort, and compatibility with both natural and urban surroundings.

Collaboration and communication between clients, design team and construction team members is an important component to our thoughtful design process. Listening carefully to clients gives us the ability to explore ideas that bring greater depth to our clients' visions. Our knowledge of environmental systems and our awareness of new methods and technologies reinforce our dedication to sustainability and enduring design. By focusing clearly and consistently on client goals, we are able to work effectively with challenging sites, complex design teams and diverse clients. Having completed over 500 projects in the past nine years, our dedicated team has experience with a broad range of project types within both the public and private sectors. We are particularly passionate about placemaking, including streetscape and urban design projects which transform public spaces and strengthen communities.

PROFESSIONAL SERVICES

Hedstrom Design maintains a diverse portfolio of project experience for a client base comprised of architects, engineers, developers, municipalities, agencies, and individuals. Our capabilities include pre-development planning, budget development, conceptual design, design development, construction drawings and construction observation. We provide landscape architectural design and consulting services for a variety of project types, including the following:

LEED Projects

Corporate and Municipal Facilities

GSA and TDOT Projects

Commercial and Mixed-Use Facilities

Housing and Residential

School and University Facilities

Campus Planning

Laboratory and Research Facilities

Site Analysis and Master Planning

Healthcare and Senior Living Facilities

Open Space and Recreation

Museum and Visitor Center Facilities

Streetscape and Urban

Worship and Cultural Facilities

Transportation and Roadway

Natural Resource Preservation and Restoration



Sara Hedstrom Pinnell, ASLA

SELECTED AWARDS / CERTIFICATIONS

- *US Chamber of Commerce Blue Ribbon Small Business Award Winner*
- *Blount County Chamber of Commerce Women-Owned Business Excellence Award*
- *Knoxville Chamber of Commerce Young Entrepreneur Pinnacle Award Winner*
- *TN Chapter of the American Society of Landscape Architects Honor Award Winner for the Armature Courtyard*
- *TN Chapter of the American Society of Landscape Architects Honor Award Winner for the Webb Lower School*
- *TN Chapter of the American Society of Landscape Architects Honor Award Winner for the Twin City Nissan Courtyard*
- *TN Chapter of the American Society of Landscape Architects Merit Award Winner for the Webb School Memorial Garden*
- *MPC Excellence Award Winner for Environmental Sustainability, Knox Housing Partnership Park City Infill Housing*
- *Certified Woman-Owned Business by the Governor's Office for Diversity Business Enterprise for the State of Tennessee*
- *Certified Woman-Owned Business by the City of Knoxville*
- *Certified Woman-Owned Disadvantaged Business Enterprise through the Tennessee Uniform Certification Program*
- *Prequalified Consultant with Unlimited Status by the Tennessee Department of Transportation*

PRINCIPAL LANDSCAPE ARCHITECT

BS LANDSCAPE ARCHITECTURE, TEMPLE UNIVERSITY
REGISTERED LANDSCAPE ARCHITECT | TENNESSEE,
NORTH CAROLINA, VIRGINIA, KENTUCKY, GEORGIA



Sara Hedstrom Pinnell, the Founder and President of Hedstrom Design, has 20 years of comprehensive landscape architecture experience. She maintains a diverse professional practice and has been honored with numerous

awards in the realms of both design and business. With strong leadership skills and experience facilitating an effective stakeholder involvement process, Sara excels at relaying technical processes in layman's terms and managing information and feedback that are critical for developing project-specific designs. Sara has extensive experience as a landscape architect in diverse settings including streetscape, urban, mixed-use, transportation, recreation, municipal, commercial, residential and healthcare. While with firms in Boston and Philadelphia, Sara worked on a number of urban and streetscape projects, and she remains passionate about place-making, vibrant communities, and transportation choices. Prior to forming Hedstrom Design, Sara opened and managed a branch office of a national landscape architectural design and environmental planning firm, where she developed a reputation for excellence in design and client service.

SELECTED PROJECT EXPERIENCE

REGAS SQUARE | KNOXVILLE, TN

Principal landscape architect for Regas Square, a six-story infill development to include over 100 condominium units and street-level commercial spaces on the north end of downtown. The project will create a link between the existing downtown district and the Downtown North Redevelopment Area. Scope included design of the streetscape wrapping two corners, a parking and drop off area, pedestrian circulation, corner café space, and a rooftop gathering area.

WEST JACKSON ROW | KNOXVILLE, TN

Principal landscape architect for the design of this private courtyard, which provides shared outdoor space for tenants of the 70 residential and 4 commercial spaces constructed in the redeveloped buildings now known as The Armature, The Fixture Company, and Three Feathers. Lower level units have private patios created from recycled bricks and are screened from neighboring units with custom rebar and privet screens created by a local sculptor. Re-purposed concrete slabs act as stepping stones for the private patios and are also used to form a shared, flexible-use plaza.

ATLANTA BELTLINE SOUTHSIDE TRAIL | ATLANTA, GA

Principal landscape architect responsible for planting design and construction documents for the SouthSide trail, the next 4-mile portion of the Atlanta BeltLine to be completed. The BeltLine is a transit-oriented multiuse trail encircling Atlanta's urban core. Among the largest urban redevelopment programs underway in the United States, this development is utilizing a 22-mile historic rail corridor and 3,000 acres of underutilized land to connect 45 in-town neighborhoods, provide links to multiple transit offerings, expand park land and public spaces, and spur both public and private development.

MARKET STREET AND UNION

STREETSCAPES | KNOXVILLE, TN

Principal landscape architect for the streetscape renovation of Market Street and Union Avenue, short blocks which act as important connector streets in Downtown's Central Business District. Market contains a mix of residential and business uses and provides a pedestrian connection from Market Square to the Howard H. Baker Federal Courthouse. As a gateway from busy Gay St. to Market Square, Union is utilized by pedestrians, automobiles, and large delivery trucks that service Market Square's many restaurants and shops. Renovations to the Market streetscape included reducing street widths and increasing sidewalk widths, and adding street trees, fencing, and bike racks as well as pervious access pavement within the sidewalk to capture storm water runoff.

*John Wisinger*PROJECT MANAGER & SR.
LANDSCAPE DESIGNERB LANDSCAPE ARCHITECTURE, MINOR
HORTICULTURE, LOUISIANA STATE UNIVERSITY

John Wisinger is a project manager and senior landscape designer with Hedstrom Design. He holds a degree in landscape architecture with a minor in horticulture and has nearly 11 years of landscape design experience,

including 9 years with Hedstrom Design. John has strong design and project management skills and has led a number of complex projects from the beginning stages of development through construction. Much of his work involves introducing sustainable strategies and improving the pedestrian experience. He is proficient in developing presentation graphics and digital renderings, including 3-D modeling. John provides design and project management for a wide range of project types and is the project manager and landscape designer for the Downtown North Streetscapes and the River's Edge Riverwalk projects as well as the recently completed Clinch Avenue Bridge Pedestrian Improvements. Prior to joining Hedstrom Design, John worked for the Las Vegas office of an international multidisciplinary design group.

SELECTED PROJECT EXPERIENCE

CHEROKEE CULTURAL DISTRICT STREETSCAPES |
CHEROKEE, NC

Project manager and landscape designer for a 1.17 mile phased streetscape renovation along Highway 441 in Cherokee, North Carolina. The plan is designed to improve the pedestrian environment, slow traffic, identify the current retail and cultural districts, promote alternative transportation, and reconfigure parking areas to better accommodate greenway trail users. The plan also addresses storm water concerns by introducing bioretention gardens and permeable paving surfaces.

DOWNTOWN HILTON

HOTEL COURTYARD | KNOXVILLE, TN

Project manager and landscape designer for the courtyard transformation at the 320-room Downtown Hilton. The semipublic courtyard supports the hotel, the coffee shop, and the Marble City Kitchen restaurant. The design solution includes three distinct areas. A bar and dining area provides bar seating and open seating under the canopy of a large trellis designed to provide a human scale against the hotel's tall façade. Movable furniture is easily rearranged to accommodate different size groups. A custom stadium seating area leverages a grade drop against the sidewalk. Nestled beneath established Oak trees, a lounge area offers low seating around a custom fire table.

JACKSON SQUARE REVITALIZATION | KNOXVILLE, TN

Project manager and landscape designer for the revitalization of historic Jackson Square. The project improves connectivity, mobility and accessibility in and around Jackson Square by improving sidewalk infrastructure, reconfiguring parking, and creating a new fully-accessible public plaza with a unique paving pattern, multiple seating areas, an interactive fountain, decorative dark-skies-compliant lighting, and a grove of trees. The project also aims to fuel economic growth and further local preservation efforts.

BARRE 3 GREENROOF | KNOXVILLE, TN

Project manager and landscape designer for this newly-built, mixed-use facility containing a Barre 3 exercise studio, a corporate office space, a parking garage, and a rooftop entertainment space. Design and construction documents were prepared for the site as well as for the rooftop landscape. At the request of the owners, the rooftop garden provides a comfortable space for small gatherings or larger events and moveable furniture allows the space to be easily transformed to accommodate the occasion. The rooftop surface is comprised of a pedestal pavement system with a LiveRoof modular greenroof system filled with a variety of sedum plants.

CARPENTER WRIGHT ENGINEERS**SUPPORTING THE CONSTRUCTED ENVIRONMENT SINCE 1976****OUR VISION**

Carpenter Wright Engineers, PLLC (CWE) is a structural engineering consulting firm based in Tennessee, servicing the entire nation. CWE was established in 1994 by David R. Wright and John A. Carpenter as the successor firm to John Carpenter and Associates, P.C, established in 1976. CWE holds the distinction as the first professional limited liability company in Tennessee. With offices in Nashville and Knoxville, CWE is one of the leading structural engineering consulting firms in Tennessee. Licensed to practice engineering in 48 states, CWE is locally grounded, but competes on a national basis.

CWE's diversified experience includes industrial, institutional, infrastructure, commercial, entertainment, recreational, educational, medical, and religious projects, produced with design-bid, design-build and fast-track delivery methods. Our staff has developed specialized project experience, including mission-critical data centers, airfield hangers, and manufacturing and processing plants for various products, such as steel, concrete, automobiles, tires, plastics and food products. We have strong forensic capabilities and have successfully assisted attorneys and insurance companies in investigations of structural failures or other problems. A majority of our engineers hold at least a Master's degree in structural engineering, equipping them with the proper understanding of advanced topics in the field, and possessing the research background desired in today's competitive environment.

KEY SENIOR PERSONNEL

David R. Wright, P.E., Senior Principal/CEO
 Ken L. Griffin, P.E., Principal
 Rick D. McIntosh, P.E., Principal
 Joele, F. Fowler, P.E., S.E., Principal
 Norbert G. Wachowski, P.E., S.E.
 Guangdou "Don" Xu, Ph.D., P.E., LEED AP
 Chris A. Myers, P.E.
 Paul M. Sargent, P.E.
 Taylor B. Kidwell, P.E.

RELEVANT PROJECT EXPERIENCE

The following projects are representative of our diversified experience:

- *Airbus Assembly Plant, Mobile, AL*
- *VT MAE MRO Aircraft Hanger, Pensacola, FL*
- *TPCO Texas Seamless Pipe Mill, Gregory, TX*
- *IPSCO SSAB Quench Line Addition, Mobile, AL*
- *Aspen Power Turbine Generator Building, Lufkin, TX*
- *Brookview Promenade Office Building, Knoxville, TN*
- *Vanderbilt Medical Research Center IV, Nashville, TN*
- *North Knoxville Medical Center, Knoxville, TN*
- *Marvin Sands Performing Art Center,
Canandaigua, NY*
- *Prescott Elementary & Middle School, Cookeville, TN*



Joele J. Fowler, P.E., S.E.

PRINCIPAL/KNOXVILLE DIRECTOR OF PROJECTS

MISSION STATEMENT

The Mission of Carpenter Wright Engineers is to assist our clients in fulfilling their commitments by providing innovative and economical structural designs, supported by accurate documents, which are delivered on schedule.

NASHVILLE OFFICE
1940 AIR LANE DRIVE, SUITE 200
NASHVILLE, TN 37210
615-782-0100

KNOXVILLE OFFICE
111 SHERLAKE LANE, SUITE 200
KNOXVILLE, TN 37922
865-539-8227

WWW.CARPENTERWRIGHT.COM

EDUCATION

BSCE, University of Tennessee, 1993
MSCE, University of Tennessee, 1994

REGISTRATIONS

TENNESSEE #104552, 1998
AZ, AR, IL, IN, LA, ME, MI, NV, OR, OH, RI, UT, VT, WA

MEMBERSHIPS

Tennessee Structural Engineers Association, Past-President of East Tennessee Region American Institute of Steel Construction

Joele Fowler has over twenty years of diversified structural engineering experience. He has served as lead engineer or project manager for numerous projects including educational facilities, hospitals, parking garages, industrial facilities, commercial facilities, office buildings and hotels. Although his exposure has included a large variety of structural systems, he takes particular interest in post-tensioned concrete structures and solving problems that require unique structural solutions.

Mr. Fowler's technical responsibilities include structural design and analysis, preparation of technical specifications, coordination of design documents, review of contractor submittals, construction administration and field observations.

Mr. Fowler's main area of research during his graduate studies involved analysis of dynamic response spectrum testing performed on structural clay tile infilled frames. He was named a principal of Carpenter Wright Engineers in July, 2002. Mr. Fowler has had articles published in ASCE Engineering Journal and Modern Steel Construction.

Ken L. Griffin, P.E., SECB

PRINCIPAL/COO
KNOXVILLE OFFICE DIRECTOR

EDUCATION

BSCE, University of Tennessee, 1987

MSCE, University of Tennessee, 1989

REGISTRATIONS

TENNESSEE #23005, 1992

*AL, CT, DE, FL, GA, IA, KS, KY, MD, MA, MI, MS, MO, NH,
NJ, NM, NY, NC, OK, PA, SC, TX, VA, WV, WI, Nova Scotia*

MEMBERSHIPS

*Structural Engineering Certification Board, Tennessee
Structural Engineers Association, American Institute
of Steel Construction, American Concrete Institute,
American Society of Civil Engineers, National
Council of Examiners for Engineering and Surveying
Association for Iron and Steel Technology, American
Institute of Architects, Allied Member*

Prior to joining Carpenter Wright Engineers in June, 1994, Mr. Griffin was employed by Lockwood Greene Engineers, where in addition to responsibilities listed above, he also held temporary assignments as Resident Construction Manager and Field Engineer. Mr. Griffin's academic research subjects during his graduate studies included the development and transfer length of prestressing strand in concrete members and the frictional strength of the interface between soil and structural elements.

Mr. Griffin assumed his duties as Director of the Knoxville Office of Carpenter Wright Engineers in January, 1995. Ken's management responsibilities include overall project management, proposals, marketing, financial management, training and quality control. Mr. Griffin was named a Principal of Carpenter Wright Engineers in August 1998.

Ken Griffin has over twenty-seven years of diversified structural engineering experience. He has served as Project Manager or Engineer for numerous projects including schools, office buildings, medical facilities, hotels, institutional facilities, industrial facilities, warehouses and distribution centers, retail facilities, environmental structures, forensics, and renovations. Mr. Griffin's technical responsibilities include structural design and analysis, preparation of technical specifications, coordination of design documents, review of contractor submittals, and field observations.

DIA DESIGN CONSULTANT

FACILITY SYSTEMS CONSULTANTS

Facility Systems Consultants, LLC (FSC) is an engineering consulting firm located in Knoxville, Tennessee. While FSC officially began operations on July 1, 2005, the business was previously an established group as part of Lamar Dunn & Associates, Inc. (now LDA Engineering), a 34 year old consulting firm. FSC was formed from a business purchase of LDA.

The firm has provided design and consultation for many types of facilities such as schools, jails, churches, airports, retail, hotels, libraries, laboratories, banks, commercial storage, medical facilities, and office buildings, as well as assistance to the legal profession. Specific projects of note include the HVAC renovation of the first known deaf education building (historic) to have been originally designed by a deaf architect (Tennessee School for the Deaf) this project received the top honor in the Building Systems Category at the Engineering Excellence Competition sponsored by the American Council of Engineering Companies – Tennessee. Other unique projects are the geothermal/water source HVAC system designed on a petroleum hydrocarbon contaminated site for Washington County (Tennessee) Schools, a renovation of a five story heavy timber building to include a full height atrium for an 80 unit condominium building, the Humanities and Fine Arts buildings at Northeast State Technical Community College, as well as the College of Medicine Research Building on the Campus of ETSU.

The firm's experience in downtown redevelopment is substantial. The firm has completed mechanical and electrical design for approximately 75% of the Downtown Knoxville redevelopment projects since 2005. These include both new and renovated facilities. Projects for which the firm has provided design services include: The Farragut Building Hotel, The Regas

Building, Pryor Brown, Café 4, UT Convention Center, Knoxville Convention Center, Knox County Jail, Tomato Head, Soccer Taco, 36 Market Square, JFG Building, Coolato Gelato, Lenny's Sub Shop, Taylor Lofts/5 Bar Building, Harold's Deli, Sanders Pace Architecture, Lonesome Dove Restaurant, The Carson Building, Tennessee Valley Bikes, The Ziegler Building, Morelock Music, The Public House, JFG Lofts, Cherokee Building, Daylight Building, 23 Market Square, Elizabeth Eason Architecture, Holston Building, YMCA, YWCA, VMC Building, TN Associated Building, The Arnstien, Medical Arts Building, The Arcade Building, and 714 South Gay.

Facility Systems Consultants, LLC prides itself on and promotes professionalism. The firm is a member of the American Consulting Engineers Council (ACEC) and its affiliate in Tennessee. The Firm's president is currently serving on the State of Tennessee's Board and was President in 2015-2016. Additionally, employees have served on the Board of the East Tennessee Chapter of the US Green Building Council, City of Knoxville Building Board of Adjustments and Appeals, City of Knoxville Plumbing Adjustments and Appeals Board, City of Knoxville Electrical Adjustments and Appeals Board, and as part of the Development Process Advisory Group for the City of Knoxville. Other technical societies in which professional employees are active include; American Society of Heating, Refrigeration, and Air-conditioning Engineers, National Fire Prevention Association, and National Society of Professional Engineers.

The firm currently is among the largest specialty mechanical and electrical engineering consulting firms in the greater Knoxville area having 23 employees. The firm is responsible for approximately \$100M in annual constructed mechanical and electrical systems.



Larry T. Headla, P.E.

PROFESSIONAL ENGINEER

*Tennessee, Florida, West Virginia, Georgia, Alabama,
North Carolina, South Carolina, Virginia, Kentucky,
Texas, Ohio, and Arkansas, NCEES Record Holder*

BACHELOR OF SCIENCE, ELECTRICAL
ENGINEERING, UNIVERSITY OF TENNESSEE,
KNOXVILLE

Mr. Headla has over 18 years of experience in electrical engineering and over 12 years as the licensed engineer of record on various types of projects including residential facilities, medical facilities, churches, schools, restaurants, office buildings, mercantile buildings, athletic facilities, and industrial facilities. His work has included construction document design, budget preparation, scheduling, and construction administration. His design experience includes exterior and interior lighting, life safety systems, power distribution, emergency power systems, UPS systems, fire alarm systems, intercom systems, nurse call systems, infrastructure, and data wiring systems.

PROJECTS

VOLS EQUITY HOUSING (TOWER AT MORGAN HILL),
KNOXVILLE, TN

Engineer responsible for the design of a renovation to an existing 200,000 sf, 20 story high-rise apartment building and associated multi-level parking garage. This project included modifications to the existing mechanical system, elevator system, and fire pump. The electrical system included distribution of normal and emergency power, interior and exterior lighting, and a voice evacuation fire alarm system.

MEDICAL ARTS BUILDING, KNOXVILLE, TN

Engineer responsible for the design of a renovation to an existing 70,000 sf, 11 story high-rise apartment building and associated multi-level parking garage. The project was a conversion of commercial space to residential space on the upper 9 floors. This project included modifications to the fire pump and replacement of the mechanical system. The electrical system included new distribution of normal with individual metering and provisions for existing and new cellular equipment, emergency power, interior and exterior lighting, telephone and television cabling systems and a voice evacuation fire alarm system.

FARRAGUT BUILDING, KNOXVILLE, TN

Engineer responsible for the design of a renovation to an existing 100,000 sf, 10 story high-rise building for use as a hotel with ancillary retail spaces on the street level. This project includes 9 levels of hotel rooms, lobby, restaurant and meeting rooms on the street level and utility spaces in the basement. The electrical system included new distribution of normal with and emergency power, interior and exterior lighting, telephone and television cabling systems and a voice evacuation fire alarm system.

REGAS DEVELOPMENT, KNOXVILLE, TN

Engineer responsible for the design of a new 120,000 sf, 6 story residential/retail building and associated multi-level parking garage. The project includes 5 levels of individually metered upscale condominiums. The electrical system included new distribution of normal power, interior and exterior lighting, telephone and television cabling systems and a voice evacuation fire alarm system.

HISTORIC 402 S. GAY ST BUILDING, KNOXVILLE, TN

Engineer of record responsible for the design of a renovation to a historic 5 story downtown building. This project included 5 sets of construction documents for separate tenants. This building included a shell design with separate services, design of a retail space on the lower two levels, design of two offices on the middle level, and design of residences on the upper two levels. This project incorporated different occupancies and special considerations had to be implemented to minimize the effect on the existing structure.

ARNSTEIN BUILDING, KNOXVILLE, TN

Engineer responsible for the design of a historic renovation to an existing 40,000 sf, 8 story apartment building and retail development. The project contained 20 residential units and 2 commercial spaces. This project included replacement of all the existing electrical, mechanical and elevator systems along with all the requirements of a high rise building. The electrical system included distribution of normal and emergency power, interior and exterior lighting, telephone and cable television wiring and a fire alarm system.

JFG LOFTS, KNOXVILLE, TN

Engineer responsible for the design of a historic renovation to an existing 40,000 sf, 7 story apartment building and retail development. The project contained 54 residential units and 6 commercial spaces. This project included modifications to the existing mechanical system and elevator system. The electrical system included distribution of normal power, interior and exterior lighting, telephone and cable television wiring and a fire alarm system.

DAYLIGHT BUILDING, KNOXVILLE, TN

Engineer responsible for the design of a historic renovation to an existing 40,000 sf, 3 story apartment building and retail development. The project contained 45 residential units and 6 commercial spaces. The electrical system included distribution of normal power, interior and exterior lighting, telephone and cable television wiring and a fire alarm system.

RIVERTOWNE CONDOMINIUMS, KNOXVILLE, TN

Engineer of record responsible for the design of a new 5 story, 50 unit condominium complex with ground level garage. This project included providing power to swimming pool equipment and an adjacent boat dock. The electrical system included distribution of normal power, residential lighting, cable TV and telephone distribution and a fire alarm system.

PROFESSIONAL MEMBERSHIPS

- *National Fire Protection Association*
- *American Consulting Engineers Council*

John M. Kenny, P.E.

PROFESSIONAL ENGINEER

Tennessee, Virginia, Kentucky, North Carolina, South Carolina, Georgia, West Virginia, Alabama, Louisiana, Texas, Florida, and NCEE Record Holder

BACHELOR OF SCIENCE, MECHANICAL ENGINEERING,
TENNESSEE TECHNOLOGICAL UNIVERSITY

Mr. Kenny is an experienced project manager for facilities design and design/build projects. He has a strong background in mechanical engineering, including heating, ventilation and air conditioning, plumbing systems, chemical processes, and hydraulics. His project experience also includes value engineering, energy conservation, cost estimates, construction, scheduling, and hazard analysis.

PROJECTS

FARRAGUT BUILDING, KNOXVILLE, TN

Mechanical engineer responsible for the renovation design of mechanical systems for 100,000 sf ten story historic hotel/retail facility. The mechanical systems were a combination of water source VRF and conventional water source heat pump systems. A rooftop ERV/make-up air system was incorporated with provisions for emergency pressurization of the elevator shaft and stairs. The project also included complete replacement of plumbing systems with dual pressure zones.

REGAS BUILDING, KNOXVILLE, TN

Mechanical engineer responsible for the design of mechanical systems for a new 120,000 sf six story apartment/retail facility plus below grade multi level parking garage. The mechanical systems include conventional heat pump and gas furnace systems to allow for individual metering. The project also includes energy modeling for project optimization, complete plumbing and fire sprinkler systems. The project is approaching completion of design.

TOWER AT MORGAN HILL (STUDENT HOUSING), KNOXVILLE, TN

Mechanical engineer responsible for the renovation design of mechanical systems for twenty one story student housing/apartment facility recreation rooms, theater room, tanning and fitness areas, laundry rooms, and single and double occupancy apartment units. The mechanical systems renovation included the conversion of a 2-pipe (heating or cooling only) system to a water source heat pump system (allows different units to be in heating or cooling at same time). A rooftop ERV/make-up air system was incorporated with provisions for emergency pressurization. The project also included large capacity water heating system and fire sprinkler systems.

MEDICAL ARTS BUILDING, KNOXVILLE, TN

Mechanical engineer responsible for the renovation design of mechanical systems for twelve story apartment/retail facility with attached multi level parking garage. The mechanical systems renovation included the replacement of a hydronic water source heat pump system with conventional heat pump system to allow for individual metering. A rooftop ERV/make-up air system was incorporated with provisions for emergency pressurization of the elevator shaft and stairs. The project also included modifications to the existing fire sprinkler system.

DAYLIGHT BUILDING, KNOXVILLE, TN

Engineer responsible for the design of a historic renovation to an existing 40,000 sf, 3 story apartment building and retail development. The project contained 45 residential units and 6 commercial spaces. The mechanical system included a combination of split system technologies for HVAC and a central boiler system for domestic hot water. Supplemental projects have included retail spaces on the lower level including the J.C. Holdway restaurant.

CENTENNIAL HALL, EAST TENNESSEE STATE UNIVERSITY, JOHNSON CITY, TN

Mechanical engineer responsible for the design of HVAC Systems for six story \$25 million budget student apartment facility including restaurant/convenience store, study halls, recreation rooms, laundry rooms, and single and double occupancy living spaces. The mechanical systems include a 4-pipe system with single zone air handlers and a VAV system, chilled and hot water distribution, steam/water converter, rooftop ERV/ make-up air units, large capacity water heating system, and wet and dry fire sprinkler systems.

V.O. DOBBINS COMMUNITY CENTER, KINGSPORT, TN

Served as the lead mechanical engineer for the project involving approximately 150,000 square feet of combined new (48,000) and renovated facilities including a 28,000 square feet non-profit agency addition. The non-profit wing is used as office and administrative areas for community non-profit agencies with meeting spaces, conference areas, etc. The design incorporates complete HVAC systems with 2 – pipe water source heat pump systems (augmenting existing systems where those systems were determined to be capable) and conventional heat pump and furnace systems to supplement the main systems. The design also includes complete plumbing and sprinkler systems.

CHEROKEE BUILDING, KNOXVILLE, TN

Served as the lead mechanical engineer as a consultant to an architectural firm for the renovation of the Cherokee Building in Knoxville Tennessee. The 200,000 plus square feet facility has been renovated for medical and commercial office facilities. The renovation included upgrade to the heating, ventilation, and air-conditioning systems (HVAC). FSC's design incorporated new energy efficiency upgrades while minimizing disruption (building occupied during renovations). Another key component to the design process was value-based design (VBD). The VBD considerations are based on achieving key goals at optimum costs. The design included an upgrade to the 4-pipe hydronic system with new chillers and boilers and a complete replacement of the original pneumatic controls to direct digital technology with an energy management system.

UNIVERSITY EDGE STUDENT HOUSING PROJECT, JOHNSON CITY, TN

Mechanical engineer responsible for the design of HVAC, fire protection and plumbing systems for 3 four story residential buildings. The buildings contain 48 dwelling units each and are adjacent to the new ETSU Baseball Stadium (also an FSC project). The mechanical systems were conventional split system heat pumps.

PROFESSIONAL MEMBERSHIPS

- *National Society of Professional Engineers*
- *American Society of Heating, Refrigeration, and Air Conditioning Engineers*
- *American Consulting Engineers Council – International Affairs Steering Committee 2000*
- *American Council of Engineering Companies – immediate past ET Chapter President*
- *U.S. Green Building Council – past ET Chapter Board Member*
- *NFPA Member*

HORTON SUSTAINABILITY

OUR VISION

A better quality of life and more sustainable future through improved built environments.

OUR MISSION

To bring sustainability to the built environment by helping building owners reduce operational costs and increase occupant productivity through improved indoor environmental quality, increased energy efficiency, and a reduced environmental footprint of the enterprise.

Horton Sustainability is a consulting firm working with architects, engineers, contractors, developers, building owners and building operators in a collaborative way to create sustainable and regenerative solutions that meet project budgets, design and operational parameters for new and existing buildings.

We have a comprehensive approach to projects—whether new designs, renovations and retrofits or building operations—working with design teams and building operators to develop sustainability goals and define methods to attain them.

Horton Sustainability brings to a team

- *project feasibility assessment*
- *collaborative design process and design charrette leadership*
- *knowledge of building systems*
- *energy modeling*
- *LEED certification*
- *Energy Star*
- *cost evaluation*

Don Horton, Principal

Don Horton is a registered architect and early adopter of the LEED system for defining project sustainability, and earned LEED accredited professional status in 2003. He has participated as LEED project administrator in the accreditation of the three major LEED certification categories of New Construction and Major Renovations, Commercial Interiors and Existing Building Operations and Maintenance.

- *After more than 22 years at McCarty Holsaple McCarty, left to form Horton Sustainability.*
- *Founding board member of the East Tennessee Chapter of the U S Green Building Council serving terms as chair and treasure. He also served on the South East Regional Council for the USGBC.*
- *Graduate from Clemson University, College of Architecture and licensed, practicing architect in Tennessee, Don has lived in Knoxville, TN for the past 40 years.*
- *Serving as Chair of the City of Knoxville Board of Zoning Appeals since 2014.*
- *LEED Specialty Accreditations:*
- *LEED AP Building Design and Construction (BD+C)*
- *LEED AP Existing Building Operations and Maintenance (EB O+M)*

LIST OF PROJECTS

Founded in July of 2015 Horton Sustainability has enjoyed a variety of projects as consultant to other architectural and development firms as well as in-house.

ACTIVE PROJECTS INCLUDE:

- *Additions and Renovations to Clayton Homes Headquarters - LEED NC v2009*
- *LEED Consultant to Johnson Architecture with Silver Certification anticipated*
- *CMS Services - LEED for Existing Building re-certification*
- *Re-certifying a LEED Existing Building utilizing LEED Dynamic Plaque certification platform. Documentation submitted for Gold Certification that will be the first in Tennessee*
- *Midlab Inc. - LEED EB O+M v2009*
- *Horton Sustainability was brought into the project to assist in correcting issues identified by certification reviewers on the initial submittal for certification*
- *Rockwood Electric Utility - LEED NC v2009*
- *LEED consultant to McCarty Holsaple McCarty with Gold certification targeted.*
- *Holston River Retreat*
- *Master planning of a multi-phase project on a 14 acre site on Holston River in Grainger Co., TN for permaculture farm and corporate retreat. Phase 1 - design of a Net-Zero Residence is underway.*
- *Rolison Residence*
- *Energy efficient country house in Knox County, TN*
- *Gibbs Middle School*
- *Energy Consultant to McCarty Holsaple McCarty for design and construction of a new Knox County middle school.*
- *B & T Distributing Warehouse Expansion*
- *Consulting with Blankenship & Partners to develop construction documents for the expansion.*
- *Clayton Homes - Alcoa, Tennessee*
- *LEED for Existing Buildings v.2.0 - Certified in 2009*
- *Kingsport Higher Education Center - Kingsport, Tennessee*
- *LEED New Construction and Major Renovations v.2.2 - Silver Certification in 2009*
- *Building 1059 - Oak Ridge National Laboratory*
- *Existing Building Operations & Maintenance, 2008 - Gold Certification in 2010 as the first Gold Existing Building Certification in Tennessee.*
- *James Quillen U. S. Court House - Greenville, Tennessee*
- *LEED EB O+M v2009 - Silver Certification in 2012*
- *American Water Heater - Johnson City, Tennessee*
- *LEED EB O+M v2009 v2009 - Silver Certification in 2011*
- *Knoxville Central Station Transit Facility - Knoxville, Tennessee*
- *LEED NC v.2.2 - Silver Certification in 2012*
- *Green Mountain Coffee Roasters - Knoxville, Tennessee*
- *LEED CI v2009 - Certified in 2013*
- *TVA Bellefonte Nuclear Operations and Service Building - Hollywood, Alabama*
- *LEED CI v2009 - Certified in 2013 - Certification documentation prepared and submittal for certification held at request of the owner.*
- *Regional Medical Services - Newport, Tennessee*
- *LEED NC v2009 - Certification under review*
- *Chestnut Ridge Maintenance Shops - Oak Ridge National Laboratory*
- *LEED NC v2009 - Gold Certification in 2015*

Don Horton has been providing sustainable solutions throughout his professional career. Prior to founding Horton Sustainability, as Sustainability Coordinator with McCarty Holsaple McCarty, Don developed that firm's sustainability requirements for all projects and was LEED project administrator for all LEED registered project:

- *John Duncan Federal Building - Knoxville, Tennessee*
- *LEED for Existing Buildings v.2.0 - Certified in 2007 as the first LEED Existing Building Certification in the South East*

NOTABLE SUSTAINABLE FACILITIES

NOT SEEKING LEED CERTIFICATION:

- *Hallsdale-Powell Utility District Administration and Operations buildings and site.*
- *2013 Green Project Award by East Tennessee Chapter of USGBC*
- *University of Tennessee Student Center*
- *Designed to comply with LEED NC v2009 Guidelines*



STATE OFFICE BUILDING

617



NO LOADING
OR UNLOADING
OF HAZARDOUS
MATERIALS



4 WHITE LODGING

WHITE LODGING CONSISTENTLY DELIVERS SUPERIOR HOTEL MANAGEMENT SERVICES AND EXCEPTIONAL RETURNS ON INVESTMENT AMONG PREMIUM, BRAND HOTELS ACROSS THE COUNTRY, MAKING OURS ONE OF THE INDUSTRY'S MOST DESIRED HOSPITALITY LEADERS.

Since 1985, when Bruce White started the company with a single hotel, White Lodging has been driven by strategic growth and genuine care for guests, associates and owners. Because of these characteristics, White Lodging has become a trusted hospitality partner for the industry's premium brands, including Marriott International. White Lodging was the first franchisee of Fairfield Inn & Suites and one of the earliest franchisees of Courtyard by Marriott hotels.

White Lodging has continued to make innovative and strategic business decisions in key markets and nourished existing partnerships, resulting in sustained, profitable growth. Original partnerships, such as the one with Marriott International, continue to thrive, and new partnerships have blossomed with Global Hyatt, Starwood and Hilton. To date, White Lodging is the largest manager of Residence Inns, Courtyard by Marriotts and Hilton Garden Inns in the United States. As the vision grows, White Lodging will continue to strengthen these partnerships as they develop and manage hotels and restaurants together.

Since our inception, White Lodging has developed and project managed more than 120 premium branded hotels, a more than \$2.5 billion investment. The brands

continue to value their relationships with us because they know we consistently build quality hotels that meet and exceed their standards, and they value our experience of owning and managing hotels.

Our growth has been steady and constant. From 1985 to 1995, White Lodging managed 16 hotels, and from 1995 to 2005, that number grew to management of 87 hotels. From 2005 to the end of 2016, White Lodging will be managing over 160 hotels.

Today, the company is one of the hospitality industry leaders, combining hotel development services, ownership and management into one continuously growing package with 165 premium-branded, select and full service hotels in 19 states along with more than 30 restaurants, totaling more than \$1 billion in revenue. Nearly 12,000 associates strive to maximize the value of every asset, guided by our core values of leadership excellence, growth, accountability, ethics, impact, and genuine care.

For three decades, we have a track record of exceptional returns on investment, guest satisfaction, and continuous career and company growth.



ALOFT
LOUISVILLE DOWNTOWN



PROJECT FACTS

- *Developer: Poe Companies, REI Real Estate Services and White Lodging*
- *Architect: PFVS Architects*
- *Project Management: White Lodging*
- *Purchasing & Procurement: White Lodging*
- *Operator: White Lodging*
- *Pre-opening Sales & Marketing: White Lodging*
- *Hotel is LEED certified*

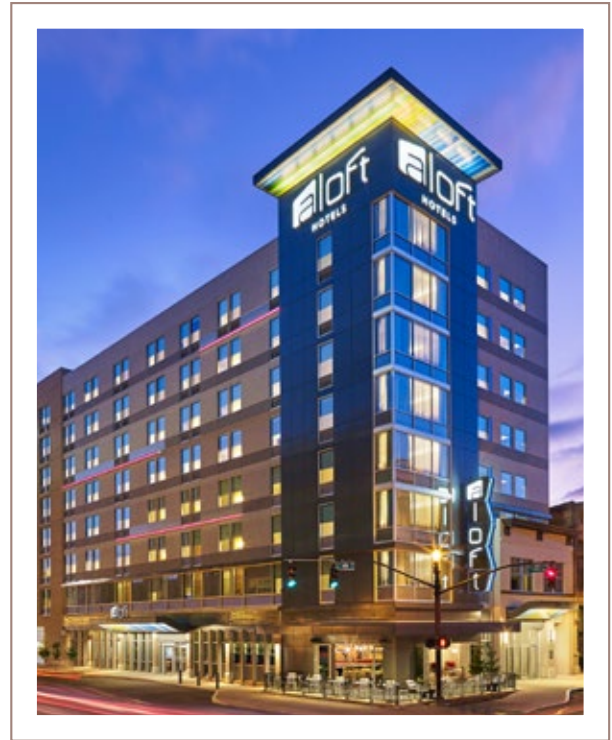
HOTEL PROGRAM

- *Total Keys: 175*
- *Number of Floors: 8*
- *Meeting Space square Footage: 3,931*

The Aloft is located downtown in the heart of Louisville's Whiskey Row and within walking distance to numerous local attractions. The Yum! Center, which is home to the University of Louisville basketball teams and host to many concerts, is a short 2-block walk. In addition, the Kentucky International Convention Center, Churchill Downs, Louisville Slugger and Field, Louisville Science Center, University of Louisville and the University Hospital, Jewish Hospital, Louisville Waterfront Park and the Muhammad Ali Centre are all found within a small radius of this hotel.

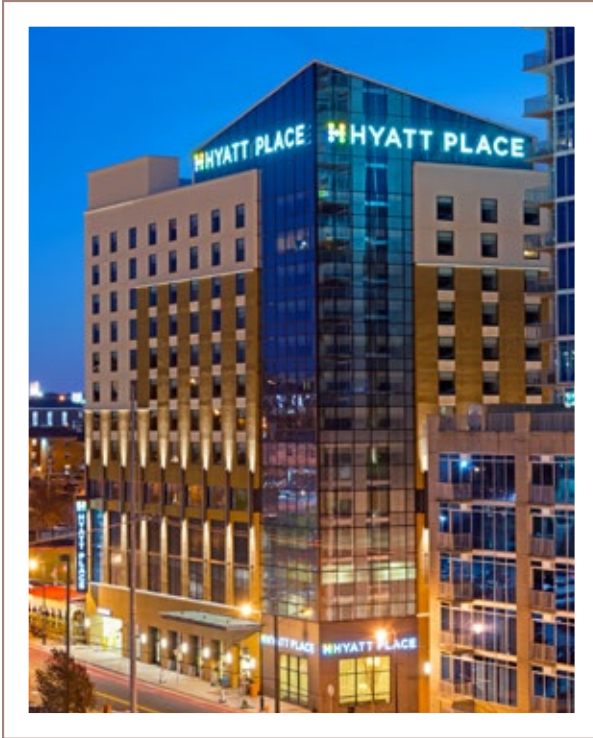
The location also offers guests convenient access to many dining options as downtown Louisville restaurants range from barbeque to fine dining. For entertainment, downtown Louisville is a hub of performance venues like Fourth Street Live!; Kentucky Center for the Performing Arts or The Actors Theatre of Louisville.

The Aloft Louisville has been awarded LEED certification based on the score in the following areas: site selection, sustainable resources used during construction, water & energy efficiency and innovative design.



HYATT PLACE
NASHVILLE DOWNTOWN



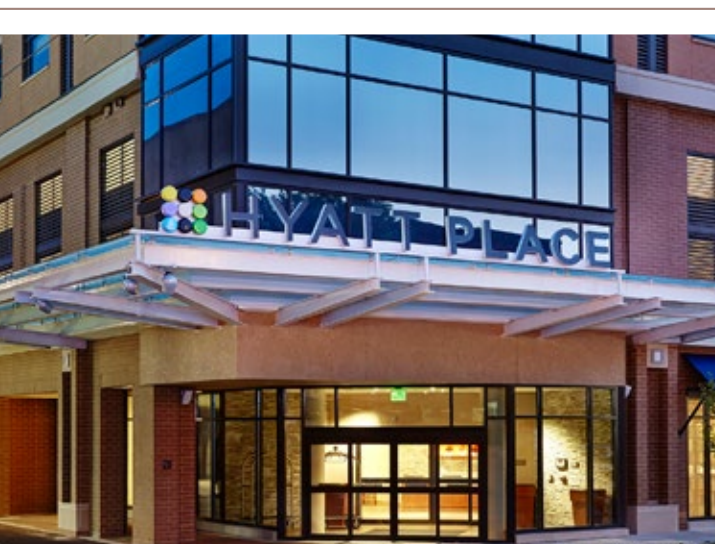


The Hyatt Place features 255 modern suites that are 20 percent larger than the average hotel room. Located just one block from the newly expanded Country Music Hall of Fame and Museum and Bridgestone Arena, the hotel is a short walking distance to countless live music venues and dining options.

At the Hyatt Place Nashville Downtown, guests enjoy free WiFi throughout the hotel, complimentary breakfast, a 24-hour StayFit fitness center and an indoor pool. The Bakery Cafe serves Starbucks coffee and tea, premium beer, wine and cocktails. Hotel dining options include everything from freshly prepared breakfast sandwiches to signature flatbreads and salads, with many items available 24/7.



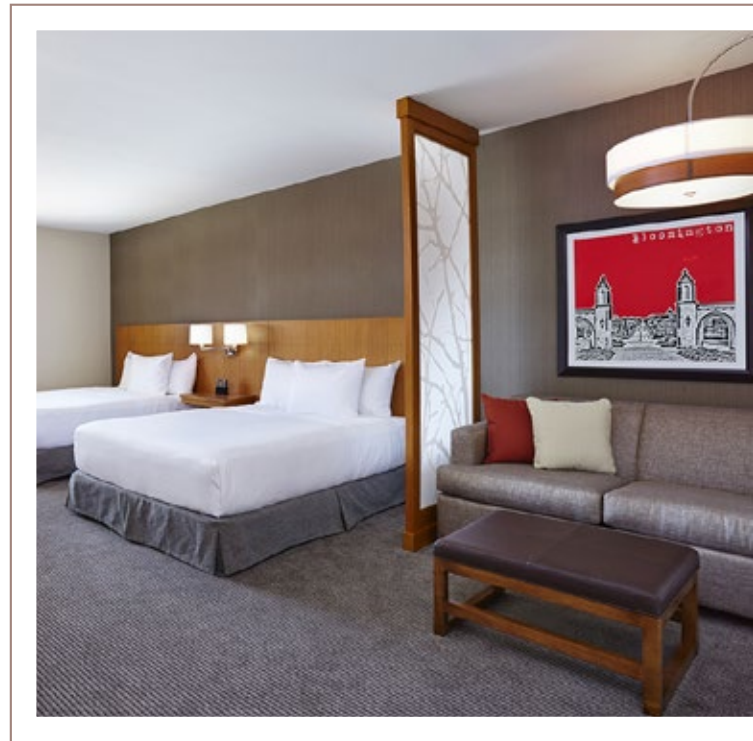
HYATT PLACE
BLOOMINGTON DOWNTOWN



Located in downtown Bloomington within walking distance to Indiana University, the 172-room, 7-story hotel offers guests convenient access to the downtown Square, Kirkwood Avenue, Assembly Hall and the Monroe County Convention Center.

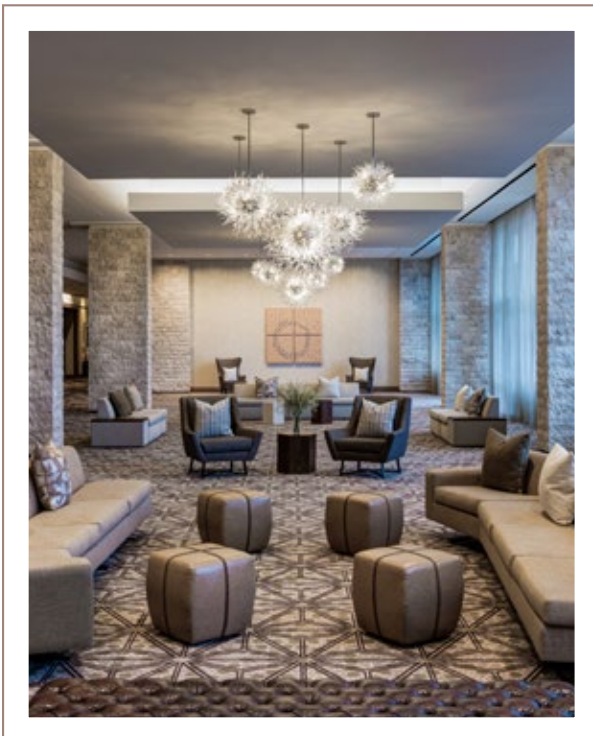
The hotel is located one block from the Bloomington Convention Center and is an easy walking distance to the campus of Indiana University. It also offers the only Starbucks downtown to guests and residents. The seven-story hotel has more than 4,300 square feet of meeting space. The hotel's lobby includes the Hyatt Place brand's signature food and beverage options, including The Gallery, a full bar serving wine, beer, spirits and coffee open 24 hours and a new complimentary hot breakfast, known as the a.m. Kitchen Skillet™, featuring signature breakfast sandwiches and other offerings.

Hyatt Place Bloomington is the third White Lodging-managed hotel in Bloomington. Located on Gentry Street between Kirkwood Avenue and 4th Street, the hotel is close to all of the restaurants, theaters and bars that create Bloomington's unique, cultural reputation.



JW MARRIOTT
AUSTIN





PROJECT FACTS

- *Developer: White Lodging*
- *Architect: HKS, Inc.*
- *Project Management: White Lodging*
- *Purchasing & Procurement: White Lodging*
- *Operator: White Lodging*
- *Pre-opening Sales & Marketing: White Lodging*
- *Opened February 2015*
- *Hotel is LEED certified*

HOTEL PROGRAM

- *Total Keys: 1,012*
- *Number of Floors: 34*
- *Meeting Space Square Footage: 112,000*
- *Parking Garage Spaces: 471*

HIGHLIGHTS

- *Largest hotel in the city of Austin*
- *The hotel offers 112,000 square feet of meeting space, including a 30,000-square-foot ballroom, a 23,000-square-foot ballroom, a 23,000-square-foot exhibit hall and additional meeting space.*
- *35 meeting rooms*
- *Food & Beverage outlets include a full-service regional Italian Restaurant; Osteria Pronto; 3-meal casual dining option, Corner; a high-energy bar; a walk-up food truck-style window, Burger Bar; and a Starbucks*
- *Close proximity to nearly 200 live music venues*
- *2 blocks from the Austin Convention Center*

The JW Marriott Austin opened in February of 2015, and construction began on the 1,200,000-square-foot hotel in August 2012. The 34-story JW Marriott Austin was designed to house large conventions and meetings with more than 112,000 square feet of event space, 42 meeting rooms and 1,012 guest rooms.

The hotel, which is located on the square block bounded by Second and Third Streets and Brazos Street and Congress Avenue in downtown Austin, employs more than 700 people upon opening. The hotel will features three restaurants including a full-service regional Italian Restaurant; Osteria Pronto; 3-meal casual dining option, Corner; a high-energy bar; a walk-up food truck-style window, Burger Bar with a window on Congress Avenue; and a Starbucks.

Bryan Hayes

CHIEF OPERATING OFFICER –
SELECT SERVICE, HOSPITALITY
MANAGEMENT



Bringing with him over 30 years of hospitality experience, Mr. Hayes joined White Lodging in 2011. In his current position he is responsible for White Lodging's portfolio of select service hotels. Mr. Hayes has extensive experience in

managing large portfolios of hotels. Most recently he was at Hyatt Hotels for over 6 years where he held the positions of Senior Vice President in charge of Franchise Operations and Senior Vice President of Operations of the select service division of Hyatt Hotels. Mr. Hayes' numerous awards include District Director of the year while at Marcus Corporation and winning the coveted Opus Award while at Prime Hospitality. He is certified by the American Hotel & Motel Association as a Certified Hotel Administrator (CHA). Mr. Hayes currently serves on the Business Advisory Council for Edinboro University of Pennsylvania, which happens to be his alma mater from which he earned a bachelor's degree in Business Administration. Mr. Hayes serves on the Hyatt Place and Hyatt Summerfield Suites Owner Advisory Council, the Hilton Garden Inn Manager Advisory Council and the Purdue University Hospitality and Tourism Management Strategic Alliance Council.





STARWOOD HOTELS/ALOFT

DIFFERENT. BY DESIGN.

Thank you for inviting White Lodging and Starwood Hotels and Resorts Worldwide, Inc. ("Starwood") to respond to the Request for Proposal ("RFP") issued by City of Knoxville for the purchase, design and development of the former State Supreme Court site. We are excited about the opportunity and look forward to working with you to create a successful hotel project in downtown Knoxville, TN.

As part of this response, we have included information on Starwood, the strength of our distribution channels, knowledge and experience of Knoxville/Tennessee market and a general overview of our Aloft brand. After analyzing the opportunity further, we believe that the Aloft brand is the ideal brand for this opportunity. Aloft's focus on design, service and activating today's guests through innovative programming and strong social scene make it the most attractive Specialty Select brand available. The main reasons why Starwood is an ideal choice are as follows:

STARWOOD IS THE LEADING LIFESTYLE BRANDING COMPANY: With ten distinct brands, Starwood is the leading lifestyle branding company that continues to redefine the hotel space. Starwood has reshaped the public perception of the hotel experience with its emphasis on innovation, design and brand differentiation. Starwood makes emotional connections with its guests, offering lifestyle-focused venues, signature experiences and leading-edge branded products that drive unmatched consumer loyalty and industry-leading premiums.

THE STRENGTH OF OUR ALOFT BRAND: Aloft is a game-changing brand in the limited service segment that appeals to both business and leisure travelers throughout the world and is ideal for this downtown location with its hip design and interactive programming with our guests – both local and transient. This is done through the WXYZ lobby bar, Project Aloft Star music performances year round at our hotels and a very strong social media activation to keep our guests up to date on what's new and next at each location. Aloft was inspired by W Hotels and is designed to accommodate today's trends and the lifestyle of tomorrow's traveler with its modern design, tech savvy tools and engaging programming for guests and locals alike. Due to its strong guest appeal and positive owner metrics, the phenomenon that went global within six months of creation is now in 18 countries across four continents with a portfolio of 100+ hotels and is set to grow by 50% by the end of 2017. When you combine all of this, you get winning results of a RevPAR Index of 104% (NAD YE 2015 Same Store 24+ months) with over half of the guests booking through the SPG program.

EXPERIENCED DEVELOPMENT AND OPERATIONS TEAMS SPECIALIZING IN GREEN BUILDING INITIATIVES: Starwood knows that franchised hotels operate differently than managed hotels from an overall brand perspective. With that being top of mind, Starwood changed their operating model for our specialty select service brands to ensure we can help franchisees generate top line revenue, improve efficiencies and maximize profitability with a simplified model that allows for faster reaction and less red-tape. Dedicated regional teams and resources position our specialty select hotels to deliver market leading performance.

As an organization, Starwood has publically announced its commitment to reduce its energy use by 30% and its water use by 20% by the year 2020 across all of its owned, managed and franchised properties globally. Based off a 2008 baseline, Starwood is aggressively pursuing these goals and implementing multi-layered programs to ensure success. Starwood is also committed to minimizing its waste. One key element of doing this is through corporate-wide initiatives to encourage recycling within its guest rooms, facilities, and meeting spaces. Additionally, Starwood has increased participation in green waste and food waste composting which is having a marked impact on landfill diversion efforts. Through collaboration with its hotel owners, franchisees, suppliers and business partners, Starwood actively works to reduce the environmental impact of its business activities and to continually improve and innovate Starwood's environmental practices.

THE POWER OF STARWOOD'S SYSTEMS AND PROGRAMS: The hotel will be backed by Starwood's global infrastructure of industry-leading booking systems, which attract and drive customers to the hotel. This includes the world-class Starwood Sales Organization, including over 5,000 property sellers and over 350 global/divisional sellers and powerful programs with 35 offices worldwide that are incented to sell every hotel. It also includes regionally-based Field Marketing; TeamHOT, our unique cross-selling program that encourages property-based sales teams to refer business to other Starwood hotels; and our award-winning branded websites and global Customer Contact Centers which handle over 20 million guest interactions each year.

STARWOOD PREFERRED GUEST (SPG): SPG has been the industry's most honored loyalty program with innovative promotions and incentives that increase paid stays, generate PR and promote brand trial. With over 21 million active guests, Starwood can drive transient business to the hotel and offer an immediate customer base to fill the hotel. SPG members stay more often and spend more per stay than non-members as well. In 2015, 53% of Aloft rooms were booked by SPG members at a 15% ADR premium vs. non-SPG members.

We look forward to further discussing our RFP response. Should you have any questions or comments, please do not hesitate to contact our team directly.

THIS IS ALOFT HOTELS

RESPONSE TO REQUEST FOR PROPOSAL
ALOFT KNOXVILLE, TN

Different. By design.

OCTOBER 10, 2016



STARWOOD OVERVIEW



ALOFT ABU DHABI

COMPANY HISTORY

Starwood is one of the leading hotel companies in the world with more than 1,300 properties in 100 countries and 181,400 associates. Starwood is a public company (NYSE: HOT) and is a fully integrated owner, operator and franchisor of hotels, resorts and residences with the ten following internationally renowned brands: St. Regis®, The Luxury Collection®, W Hotels®, Westin®, Le Méridien®, Tribute Portfolio®, Sheraton®, Four Points by Sheraton®, Aloft® and Element®.

Starwood was originally formed as Starwood Lodging, a subsidiary of Starwood Capital Group (“SCG”) in the early 1990s. Initially the company was a collection of individual hotels, but in 1994 the transition to a lifestyle branding company began with SCG’s acquisition of Westin Hotel Corp. Immediately following this, SCG acquired Hotel Investors Trust, a public REIT, and its 30 hotels and casinos. Starwood Lodging Trust was created to own the hotel assets, and Starwood Lodging Corporation to operate. In 1997, Starwood launched the W Hotels brand. In 1998, SCG completed a \$10.2 billion acquisition of ITT Corporation, owners of the Sheraton, Four Points by Sheraton and The Luxury Collection brands, as well as The St. Regis New York. In 1998, Starwood Lodging Corp was restructured and renamed Starwood Hotels & Resorts Worldwide, Inc. That same year, Starwood launched the St. Regis brand, based on the unparalleled luxury and history of The St. Regis New York, which opened its doors in 1904.

Starwood has reshaped the hospitality industry with its lifestyle branding approach which leverages design and innovative programming combined with exceptional service to deliver unparalleled experiences that resonate with guests and drive industry-leading premiums. With a focus on being the leading global hotel company with world-class brands, quality global growth, experienced teams and a powerful sales and marketing platform, Starwood is strongly positioned for the future.

Financial information, including annual reports and SEC filings, can be obtained from our website (www.starwoodhotels.com/corporate/company_info.html).

OUR BRANDS

Starwood has ten brands across the Luxury, Upper Upscale, and Specialty Select segments. Each brand has a distinct positioning that is brought to life through modern design, innovative programming and signature service delivery designed to resonate with today's guests and drive industry-leading premiums.

LUXURY			
Uncompromising Bespoke Seductive Address	Rare Indigenous Experience	Bold Witty Insider	
UPPER-UPSCALE			
Chic Cultured Discovery	Inspiration Empowerment Action	Personal Instinctive Renewal	Stay Independent
SPECIALTY SELECT			
Honest Uncomplicated Comfort	Sassy Savvy Space	Smart Alive Balance	

STARWOOD HOTELS & RESORTS IS A LEADER IN LIFESTYLE BRANDING

Starwood Hotels & Resorts Worldwide, Inc. is an innovative hotel and leisure company with over 1,300 properties in 100 countries, and 181,400 employees at its owned and managed properties. Starwood is a fully integrated owner, operator and franchisor of hotels, resorts and residences with the following internationally renowned brands: St. Regis®, The Luxury Collection®, W®, Westin®, Le Méridien®, Sheraton®, Four Points® by Sheraton, Aloft®, Element® and Tribute Portfolio®.

Starwood has reshaped the hospitality industry with its lifestyle branding approach which leverages design and innovative programming combined with exceptional service to deliver unparalleled experiences that resonate with guests and drive industry-leading premiums. With a focus on being the leading global hotel company with world-class brands, quality global growth, experienced teams and a powerful sales and marketing platform, Starwood is strongly positioned for the future.

GLOBAL DISTRIBUTION

Starwood is poised for expansive growth with our ten distinct brands and their strong, global pipeline. Over 450 new properties are anticipated to enter the system by 2020, including more than 50 luxury properties.

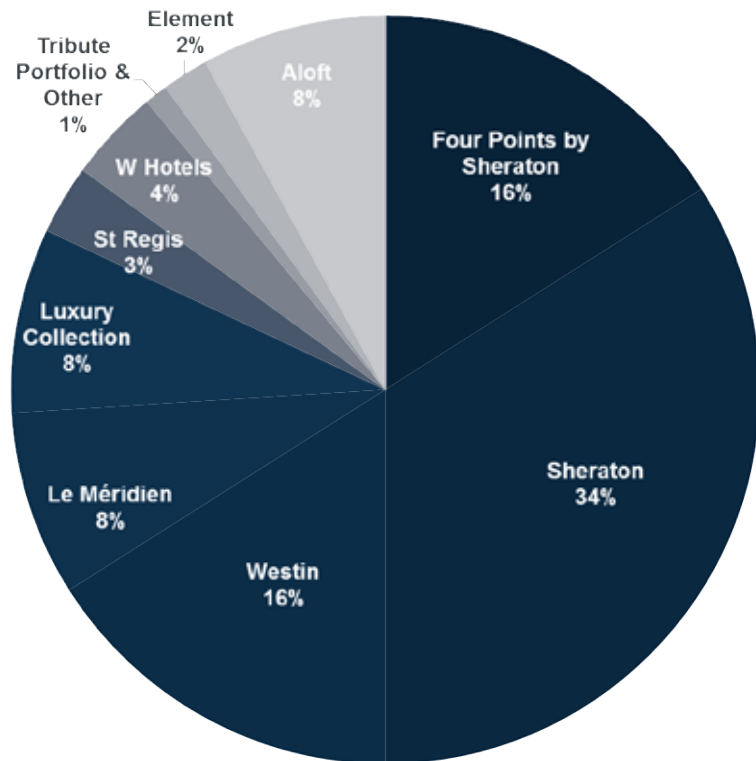
THE STARWOOD PORTFOLIO BY DIVISION

North America:	637
Europe, Africa, Middle East:	264
Asia Pacific:	325
Latin America:	98
TOTAL:	1,324

Owned:	3%
Managed:	46%
Franchised:	51%

Source: Data as of Q2 2016

THE STARWOOD PORTFOLIO BY BRAND



STARWOOD GLOBAL GROWTH

Starwood's growth is fueled by all ten of our brands across the globe. The following chart summarizes our operating hotels and projected openings for each brand.

	OPERATING	PIPELINE
ST. REGIS	37	23
THE LUXURY COLLECTION	97	24
W HOTELS	49	33
LE MERIDIEN	103	35
WESTIN	211	49
SHERATON	444	82
ELEMENT	22	65
ALOFT	113	131
FOUR POINTS	218	124
TRIBUTE PORTFOLIO	6	10
OTHER/SVO	15	0
TOTAL	1,324	576

Source: Starwood Earnings Q2 2016; Starwood Executed Pipeline Q2 2016

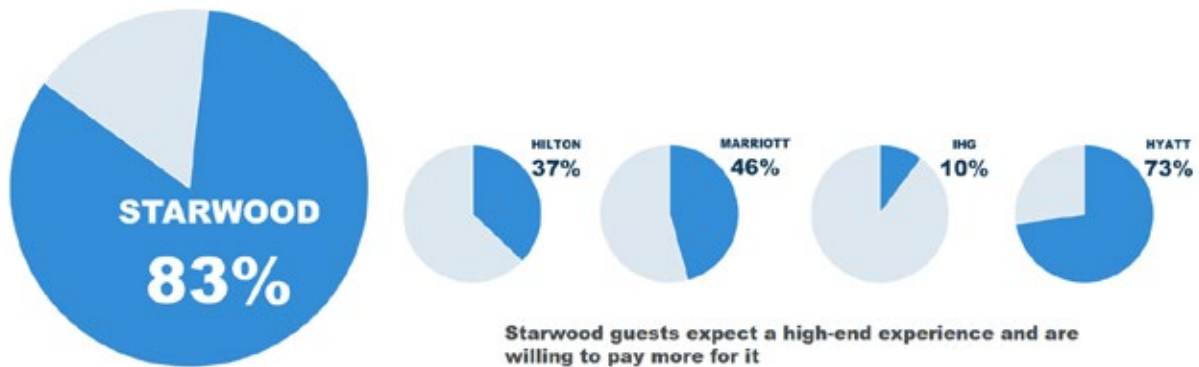
INNOVATION IS SYNONYMOUS WITH STARWOOD

Starwood has a history of innovation and great brands. From its inception, Starwood has changed the way guests think about lodging through industry-changing milestones and a clear focus on lifestyle branding. For example, Starwood Preferred Guest ("SPG®") has been the industry's most award-winning loyalty program and the first program to offer no blackout dates and introduce a mobile application. Our innovative history also includes industry-changing milestones such as introducing the Heavenly Bed, hiring the first Chief Beer Officer for Four Points by Sheraton, offering the original Whatever/ Whenever service for W Hotel guests and launching new brands, such as the industry's first "green" hotel brand, Element.



STARWOOD DOMINATES THE LUXURY AND UPPER-UPSCALE SPACE

Unlike many of our competitors, Starwood has one of the largest luxury and upper-upscale portfolios in the industry. Our system-wide customer base, from group meeting planners to individual transient guests, is oriented to those customers seeking luxury and upper-upscale full service and premier hotel and resort properties. Luxury and upper-upscale lodging space represents 83% of the Starwood portfolio.

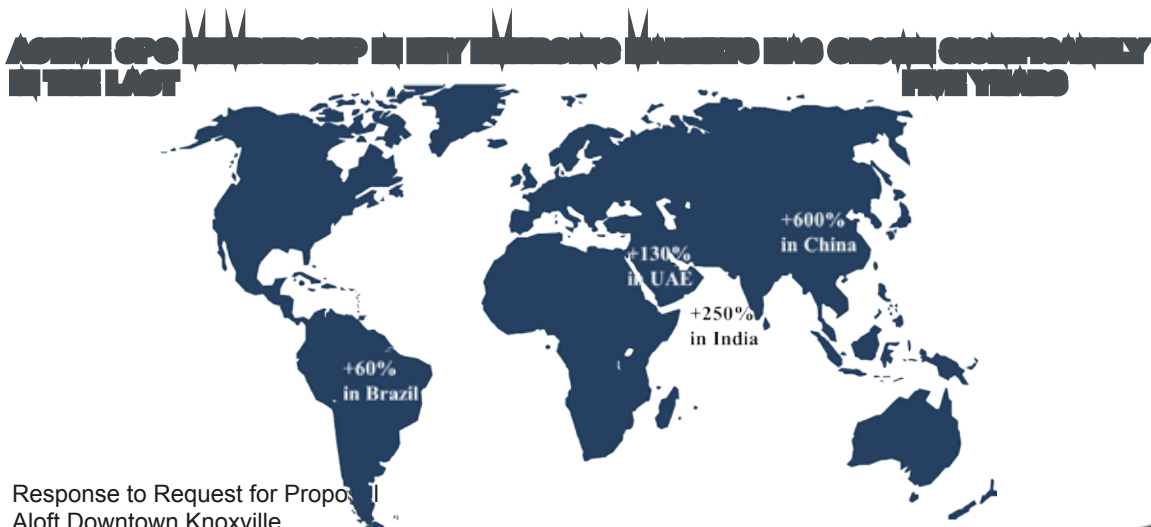


*Source: Smith Travel Data Q2 2016 (based on room count)

THE WORLD IS CHANGING IN STARWOOD'S FAVOR

As the world evolves and globalization continues, Starwood is well-positioned to capitalize on the emerging middle and upper classes, worldwide wealth creation and the next generations of travelers – giving a meaningful advantage to our owners in North America and across the world.

Seventy percent of the world's growth over the next decade will come from emerging markets and we are well-positioned to grow all our brands across all segments as part of infrastructure development and response to demand. Starwood has by far the largest global presence and is continuing to grow rapidly in emerging markets like China, India and the Middle East. Travelers from emerging markets will stay with brands they know, translating into more loyal guests for our owners in North America



STARWOOD'S CENTRAL SUPPORT PLATFORM DRIVES SUCCESS

The Hotel would benefit from leveraging the strength of Starwood's global platform given the size of Starwood's portfolio of hotels. Through our world-class brands, global systems and experienced in-market teams, Starwood delivers more affluent and discerning global customers to our hotels, resulting in a competitive, market-share advantage for our partners.

STARWOOD PREFERRED GUEST (SPG)

Starwood Preferred Guest is the industry's most prestigious hotel loyalty program, with nearly 22 million active members. SPG members stay more often, spend more in our hotels and have a higher household income than members of our competitors' programs. SPG members contribute approximately 50% of total occupied room nights to Starwood properties globally at a 15% rate premium.

Member retention with SPG is extremely high – 78% of SPG Platinum members retain their status year-to-year and are 26 times more profitable than the average guest. Of new SPG members, 66% come from outside the U.S., up from 50% just four years ago, demonstrating the power of our brands to drive loyalty globally.

Guests love the SPG program with features such as no blackout dates and no restrictions on hotel night redemption. SPG is uniquely differentiated from competing loyalty programs with Starpoints that can be transferred to major airlines, unique award options through our SPG Moments program and the Starwood Preferred Guest credit card by American Express®. SPG is continually focused on developing programming that drives loyalty and bookings among our most profitable guests.

CENTRAL MARKETING DELIVERY (CMD)

Starwood drives business to its hotels through a synergy of state-of-the-art booking technology, customer contact centers and compelling online channels. It's a winning combination of impressive cross-sell and up-sell performance that drives occupancy and rates. Over 57% of net consumed room revenue for Starwood properties globally is booked through our world-class central reservations systems.

The Centralized Marketing Delivery ("CMD") Platform includes:

- *Starwood Web Channels (30%):* Each hotel is represented with its own series of content-rich property pages accessible from multiple web channels including Starwoodhotels.com and SPG.com. These digital channels are offered in 17 languages, handled over 373 million visits in 2015, and each is delivered in branded voice, look and feel. These industry-leading booking engines offer world-class marketing, international language capabilities and exceptional online customer support. Starwood and SPG also have an ongoing commitment to digital innovation to meet the needs of today's connected global traveler. The SPG app offers travelers

a convenient way to search and explore destinations as well as fast and easy personalized booking.

- *Customer Contact Centers (CCC) (12%):* Trained service agents handled nearly 22 million phone calls, emails, texts and guest interactions in 22 languages from 10 call centers around the world in 2015. Luxury specific calls/requests are handled by a dedicated luxury call center team.
- *Global Distribution System (GDS) (15%):* Cutting-edge technology ensures that properties receive maximum exposure on the Global Distribution Systems used by travel agents around the world. GDS enables travel professionals around the world to book air travel, car rental and hotel rooms on a common system.

The SPG mobile app continues to be a key focus for Starwood as it allows guests to have a continual dialogue with and access to Starwood as well as ease of booking. The SPG app is Starwood's fastest growing booking channel and an area where we are dominating the competition with innovative applications and content to create a personalized guest experience across our ten brands.

STARWOOD SALES ORGANIZATION (SSO)

As a global sales team, our sellers and proven sales programs have the power to drive occupancy and rates in an increasingly competitive environment. Our sellers build preferred relationships with the largest global customers, resulting in a competitive, market-share advantage.

Over 450 global and divisional sellers based in over 30 offices around the world manage our top accounts, while our network of nearly 5,100 metro market and property sellers manage bookings at the regional and local level, streamlining sales efforts. Last year, Starwood's Sales Organization generated \$7.5 billion in revenue globally.

Additionally, SSO develops and invests in unique programs that drive business to our hotels, keep our teams educated and build loyalty with customers. Our strategic programs and revenue drivers include:

- *SPG Pro:* This comprehensive business-to-business loyalty program offers consistent Starpoint earning opportunities, benefits and recognition to drive loyalty and additional bookings among meeting planners and travel professionals. Integrated with SPG, the program provides hotels with insight and branding to market to customers in a more targeted way. Launched in 2014, this program saw revenue growth among these key stakeholders more than double compared to previous traditional offers.
- *Starwood Preferred Business Program (SPB):* This program drives revenue and increases market share with business from smaller-sized companies, rewarding them for their loyalty. In 2015, SPB generated nearly \$200 million in business.

- *Team HOT*: Starwood's internal referral program is the only hotel referral program that rewards associates with cash, driving our associates and hotels to keep Starwood customers within the Starwood system of hotels. In 2015, Team HOT generated over \$250 million of incremental revenue throughout the Starwood system globally
- *StarwoodPro*: This industry-leading education and development tool is strategically designed for our travel professional partners to keep Starwood top of mind when booking for their clients. This tool is heavily leveraged to educate and update our travel professional partners about the Hotel from the beginning of the pre-sale process.

In addition, Starwood has the only dedicated luxury and leisure sales team of the major hotel companies. Our owners benefit from a dedicated leisure team deployed against luxury accounts, top-producing travel agencies and world-class luxury partners. Starwood has preferred partnership status with all key Luxury and Leisure Consortia, both established and emerging, with 20 of these top agents having participated in our annual Luxury Travel Advisory Board. Starwood is the largest hotel partner working with the highly respected and coveted luxury hotel programs such as American Express Centurion, Fine Hotels & Resorts, Virtuoso, Signature, Ensemble, Altour and Vacation.com, reaching over 10,000 agency locations. Starwood also engages over 100,000 Travel Professionals through the StarwoodPro strategy with communications, trade shows, events, marketing, advertising and public relations.

MARKETING RESOURCES

Starwood properties are supported by global, divisional and property-level marketing teams. Our divisional teams will work closely with the on-property team to create innovative and integrated marketing plans that build awareness, drive bookings and increase customer preference and loyalty.

FIELD MARKETING

Serving as an online marketing agency, the Field Marketing team works directly with the properties to proactively fill hotels, especially during need periods and off-season, by leveraging online space and Web optimization methods. This includes paid and organic-search marketing, niche strategies for resorts, group, corporate transient, weddings, national partnerships and email marketing campaigns to our SPG/non-SPG database as well as group customers with special offers. Customer relationship marketing through Starwood Guest Communications enables us to segment offers and up-sell on property amenities and services. On average, Field Marketing generates \$25 dollars of revenue for every one dollar spent.

ADVERTISING / E-MARKETING / SOCIAL MEDIA

Digital technology is a catalyst for globalization and change which plays to Starwood's penchant for innovation. While we still have presence in traditional advertising outlets, we've shifted our marketing spend across all our brands to digital platforms and media.

Working with field marketing, SPG and divisional brand teams, we are able to leverage online tactics for continual communications to drive awareness and loyalty as well as package offers targeted to consumers to drive bookings.

Our goal is to use digital technology to stay connected with people every single day, however, whenever and wherever they choose, inside and outside the hotel. Social media offers an emerging platform for connecting with new and loyal guests. We also use it to monitor and protect our online reputation on third-party sites, build relationships with key online influencers, monitor and track emerging trends and improve customer retention and brand market share. Facebook, Starbuzz, SPG Insider and Twitter feeds are examples of what we're already doing.

PUBLIC RELATIONS

In today's consumer environment, earned media plays a critical role in driving brand preferences. The Starwood Public Relations team has a central role in our marketing strategy and we continuously outperform the competition, in both total circulation and frequency of tone-setting coverage. With a worldwide public relations network, Starwood focuses on driving media coverage for world-class properties globally with special focus on key feeder markets for W Hotels.

REVENUE MANAGEMENT

Starwood's Revenue Management program provides a world-class solution for managing pricing and inventory, thereby ensuring that revenues are maximized via all distribution channels. Starwood's Revenue Optimization Systems ("ROS") combines all revenue management tools into one cloud-based system with integrated forecasting and optimization capabilities for better pricing and greater returns in a competitive pricing environment. Properties that installed these systems saw a 3% increase in RPI with 95% of the hotels seeing a full return on investment within three months. The Revenue Management team also ensures each hotel actively participates in all of Starwood's brand marketing promotions and effective pricing and inventory strategies.

CENTRAL SOURCING

By leveraging our scale, our centralized supply chain services generate significant savings through strategic relationships on the national, regional and local levels. Hotels using the centralized procurement program save up to 15% compared to hotels that do not and further benefit from operating efficiencies and reduced accounting, payroll and benefits expense by leveraging state-of-the-art eProcurement technology.

SUSTAINABILITY

Starwood is committed to finding innovative ways to do more with less while being good for the environment. We are helping to drive sustainability efforts by thinking about our buildings and business in a way that is agile and flexes with the changing needs of our guests, the environment and the communities in which we are operating. Our environmental policy addresses six areas of opportunity: water, energy, indoor environmental quality, waste, emissions and supply chain.

Our initial worldwide focus is on energy and water with our commitment to reducing energy consumption by 30% and water consumption by 20% by the year 2020. These goals are just the beginning of an ongoing journey toward environmental sustainability.

We are also focused on working with our development partners to implement sustainability practices. Starwood's green design and construction guidance addresses both new development and major renovation projects and aims to minimize environmental impact through proven and innovative building practices. Every Starwood Architecture and Construction Project Manager is LEED-certified and committed to finding ways to support owners and developers in the pursuit of sustainable development.

Commitment to Environment and LEED Certification

Communication and overall ownership of Starwood's environmental responsibility begins with its CEO stating the importance of sustainability as one of the company's core values. His team, which consists of the most senior officers of the company, assumes overall responsibility for sustainability. This is followed by Starwood's Global Citizenship (GC) team which keeps Starwood's senior leadership abreast of the company's progress and status on sustainability initiatives as well as progress towards its goals. This GC team is responsible for establishing a cohesive, effective and practical sustainability strategy and its adoption throughout the company.

At an operational level, Starwood's Global Citizenship Steering Committee is tasked with ensuring feasibility and regional relevance, identifying proven practices from the field, and facilitating rollout of program components. This Committee includes operations team representatives from all of Starwood's divisions. The GC team collaborates with the GC Steering Committee on all important sustainability issues and initiatives, and conducts on-going dialog with each division individually.

Each of Starwood's divisions has at least one point of contact who is responsible for implementing, embedding and tracking sustainability initiatives within their respective divisions. In addition, both the global initiatives and those specifically affecting the division are supported by a Divisional Sustainability Council which is represented by members from Sales, Brand, Ownership, Catering and Convention Services, Engineering, Front Office, Six Sigma, IT, Architecture and Design and other core functional disciplines. At the property level each hotel has a sustainability council, led by a Sustainability Champion, whose role is to ensure the implementation and tracking of all of our initiatives and communicate them through various departments and within on-property messaging.

Starwood has a growing list of LEED-certified hotels. Starwood's Element brand was the first "green from the ground up" brand for Starwood and is the first major hotel brand to mandate that all properties pursue the U.S. Green Building

Council's LEED certification for high-performance buildings (we have also obtained LEED Volume precertification for the Element brand). In addition, Starwood has 27 LEED certified hotels dispersed in all of its global divisions and brands, including Element, Aloft, The Luxury Collection, Westin and W.

Starwood has demonstrated its industry leadership in environmental initiatives by being the first large chain to launch programs such as Make a Green Choice, e-folio, Sustainable Meeting Practices, and a partnership with Clean the World. Starwood has received numerous accolades for its sustainability work, including best in hotel class awards from the Carbon Disclosure Project, the Microsoft Vendor Program Vendor Environmental Excellence Award, Newsweek's Green Ranking (Top 100 Green Companies), and UNICEF Exceptional Partner of the Decade Award. Some specific operational approaches that properties have taken as a result of these initiatives can be found below:

- Sustainability Resource Center (SRC) – a custom-designed tool that serves as a centralized repository of all of Starwood's sustainability information, reporting and training documents. All sustainability communications and tracking are centralized here.
- Associate Training & Engagement Program – developed to provide Sustainability Champions, sustainability councils and property level management the support, training and communication tools they need.
- "Make a Green Choice" – rewards guests with SPG Starpoints® or a \$5 food & beverage voucher for each night they decline housekeeping services.
 - One night saves 49.2 gallons of water, 0.19 KWH of electricity, 25,000 btu of natural gas, and 7 oz. of chemicals.
 - To date there has been:
 - Over three million guests that have opted in
 - Over 100 million gallons of water, 505,000 kW of electricity, 584,000 therms of natural gas, and 133,000 gallons of chemicals saved as a direct result.
- Partnership with Clean The World –partially used soap and amenities are collected from guest rooms and delivered to the Clean the World Recycling Center. Recycled soap from one day in an average size hotel will supply 122 families with enough for one week. Starwood is the first large hotel company to partner with Clean the World and we have already diverted away from landfills and to needy families:
 - Over 181,000 lbs of soap (over 900,000 bars of soap)
 - Over 180,000 lbs of bottled amenities (1.8 million bottles)

ALOFT BRAND OVERVIEW



ALOFT BOGOTA AIRPORT

ALOFT BRAND OVERVIEW

Different. By Design.

Designed for global travelers who love open spaces, open thinking and open expression, this is where travel creates possibilities. Bold, sleek, and unique, Aloft Hotels completely redefined the limited service category by pairing a tech-savvy, design-oriented product with the Power of Starwood's sales and marketing platform. The brand caters to the next generation of travelers who crave modern style and a vibrant social scene. Launched in 2008 and inspired by W Hotels, Aloft has more than 100 hotels open today and will grow by 50% by the end of 2017.

Whether traveling for work or play, Aloft's cutting-edge technology and programming is designed to accommodate today's trends for tomorrow's traveler - from Smart Check-In, which enables SPG members to bypass the welcome desk and open their doors using their mobile device through the SPG App to guests plugging in their devices to listen to their favorite music or watch their favorite TV shows or movies. By integrating best-in-class, state-of-the-art technologies and smart programming, we make it easy for our guests to both personalize and control their experience from check in to check out while easing staffing concerns, allowing our associates to be less transactional and have more impactful guest interactions.

There is so much more to the Aloft experience than a good night's rest. Differentiated programming leverages the hotel's unique design and brand passion points to connect with guests year-round to drive awareness and bookings. Aloft is also the go-to spot for locals to enjoy the W XYZ® bar and live music, driving additional revenue.

Soaring guest satisfaction scores and increasing third-party recognition has helped Aloft grow its performance and market share at a record pace. Aloft performance in North America markets is especially strong and continues to rise with over 104% RevPAR Index and a SPG contribution of 53% with a 15% ADR premium for YE 2015.

THE ALOFT GUEST

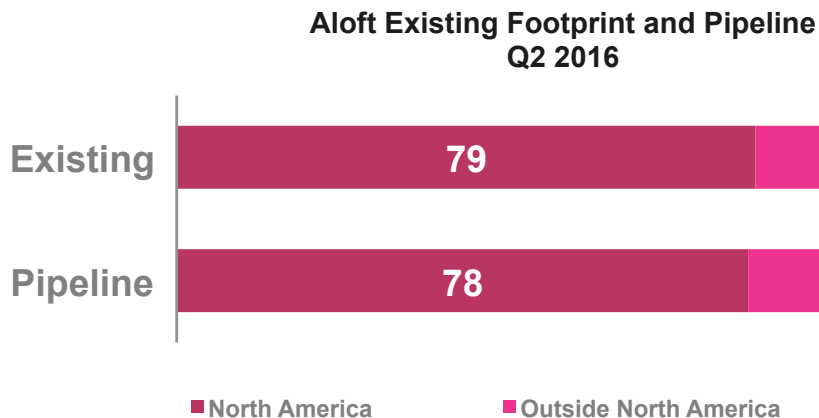
Aloft guests are the first to try something new and share the buzz. They're tech-savvy and confidently social, with environmental sensibilities that they expect to be incorporated into their hotel experience. They are college educated individuals with an average individual income of \$75K+. Age is not defined by the Aloft guests – all ages of travelers love the offerings of Aloft from its unique design, open spaces, technology and game changing W XYZ® bar.



GLOBAL GROWTH: DESTINATION SENSATION

The phenomenon that went global within six months of launch is now over 100 hotels in 18 countries across four continents. Additionally, Aloft will grow by 50% by the end of 2017, expanding to sought after markets around the world. The trajectory of Aloft is strong and is being fueled by strong performance, market share gains and a record setting year of signings.

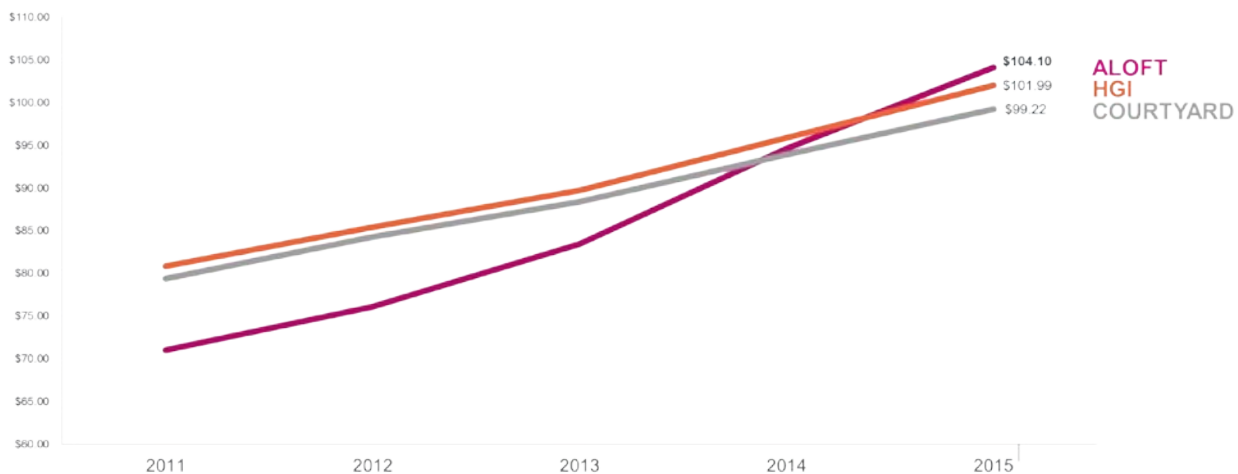
- Current footprint of 100+ hotels
- Global pipeline of 100+ hotels (of which 50 will open by 2017)
- 65% increase in new franchise and management signings 2014 to 2015



PERFORMANCE: FIVE YEARS OF CONSECUTIVE MARKET SHARE GAIN

Soaring guest satisfaction scores and increasing third-party recognition has helped Aloft grow its market share at a record pace. Aloft performance in North American markets is especially strong and continues to rise with a 104% RPI and a SPG contribution of 53% YE 2015 per FDD.

Aloft has 5 Consecutive Years of Market Share Gain with the Highest RevPAR Growth YOY



PROGRAMMING:

Authentic design and social scenes amplified by a passion for always being at the forefront of what's relevant today sets Aloft apart. Passion points of design, music and technology help direct the brand's look and programming for our audience of tech-savvy and confident social consumers.

Clean, contemporary architecture houses open spaces that are alive with activity. The lobby offers a vibrant social scene anchored by the W XYZ® bar, a free-flowing Re:mix lounge with a pool table, and a grab and go Re:fuel café, while loft-like guest rooms feature high ceilings and the latest technology that set Aloft apart from its competitors. These spaces can be further activated through localized programming to attract locals to drive incremental revenue. Throughout the hotel, every touch point has been designed with today's traveler in mind.



Welcome Desk

Check in or out, guests are greeted at Aloft's signature and open round welcome desk which puts talent at the center of the action, conveying a sense of accessibility to guests while they stay in touch with guests needs getting maximum value out of a reduced staff.



Re:fuel by Aloft

Aloft's answer to 24/7 grab & go gourmet, Re:fuel is designed to deliver quality items to guests on the go with gourmet light meals, mix-and-match snacks and regional treats from dim sum in China to make-your-own cappuccinos in the U.S.



Re:mix Lounge

A playful place or quiet space, the Re:mix lounge has everything right within reach, with plenty of seating, fast + free WiFi and music to switch up the vibe. Ticker tape messaging and our four-panel video wall add an extra twist.



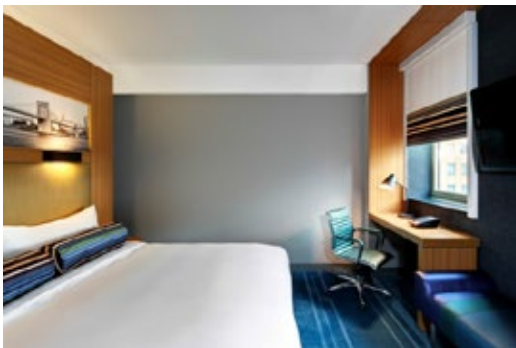
W XYZ® Bar

After a hard day of meetings and travel demands, the fun flows freely at the W XYZ® bar with signature cocktails, delicious food offerings and live music. Live at Aloft Hotels events featuring up-and-coming musicians making this hot spot the place to be, generating revenue and attracting both guests and locals alike.



Backyard

Warm rays, fresh air and lounge tunes keep the vibe going outside with stylish seating, mood lighting, and an indoor/outdoor fireplace. The space is perfect for guests who want to relax and take in the local atmosphere and the ideal place for hotel events and programming including Live At Aloft Hotels musical performances.



Aloft Guestrooms

Rooms feature keyless entry via the SPG app, high ceilings, plush platform beds, fast + free WiFi, oversized LCD TVs, custom amenities by Bliss Spa, rainfall showerheads, our signature coffee and more. It all comes together to create a room that feels lofty, fun and stylish while remaining efficient, compact and cost-effective.



Re:charge Gym and Splash Pool

Sprint, stretch, lift and pump – guests can use stationary bikes, treadmills and elliptical machines, or take a dip and relax in style at our pool, open morning to night. Daylight comes in through the windows that look out over the Backyard. Modern design is featured throughout, from the wood ceiling with oversized wooden beams to the pool lounge furniture in fun, bright colors.



Tactic Meetings

Great ideas are sparked in our sleek meeting space, equipped with state-of-the-art A/V, plasma TV and fast + free WiFi. Our small meeting space for about 12 people is flexibly furnished with tables and stackable chairs upholstered in vivid color. Tech equipment includes full audio-visual components and a 42" wall-mounted TV. For locations with higher meeting intensity, we have created Ex:change meeting room specifications, with specified furniture and finishes.



Social Connection

Keeping in touch with guests even when they are not staying with us ensure Aloft is always top of mind. That is why Aloft is very active on social media sites like Facebook, Twitter and Instagram to ensure we stay top of mind and keep them in the loop on the latest happenings for the brand.



Live at Aloft Hotel (LAAH) Events

Music is part of Aloft's DNA. It is leveraged throughout the hotel and offers hotels and platform for marketing promotions to attract both visitors and guests. Live at Aloft Hotels events feature live performances from emerging artists and DJs. In 2015, over 100 Live at Aloft Hotel events were held. Knoxville would be an ideal venue to host a Live at Aloft Hotels event featuring emerging musicians which garner widespread PR exposure and further position Aloft as the place to be in downtown Knoxville.



LIVE AT ALOFT HOTELS 2015 SCHEDULE

Artists

Christian Burghardt
The Veronicas
Michelle Chamuel
North of Nine
For King & Country
Soufflare

Venues

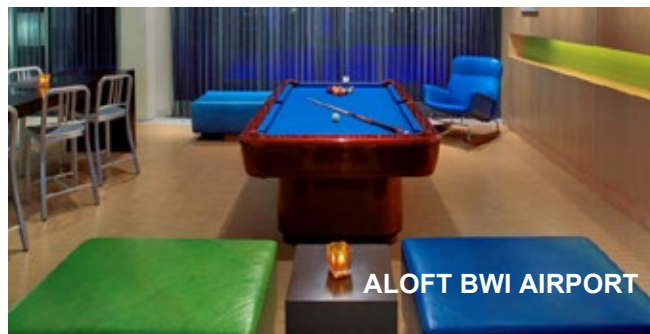
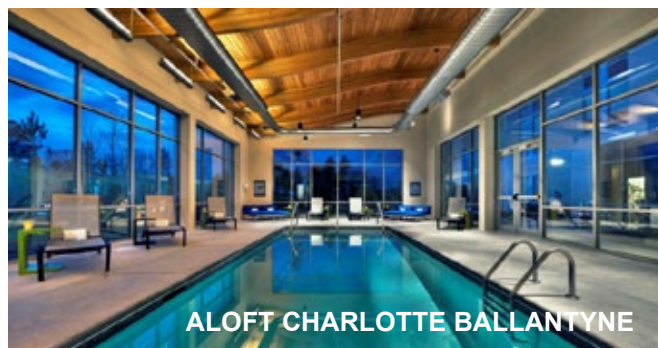
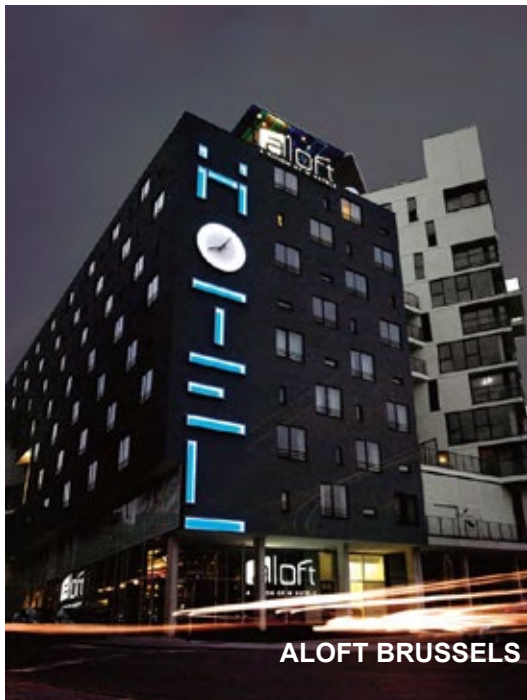
Aloft Cleveland Downtown
Aloft Dallas Downtown
Aloft Denver Downtown
Aloft Minneapolis
Aloft Orlando Downtown
Aloft Brussels
Aloft Liverpool
Aloft Haiyang

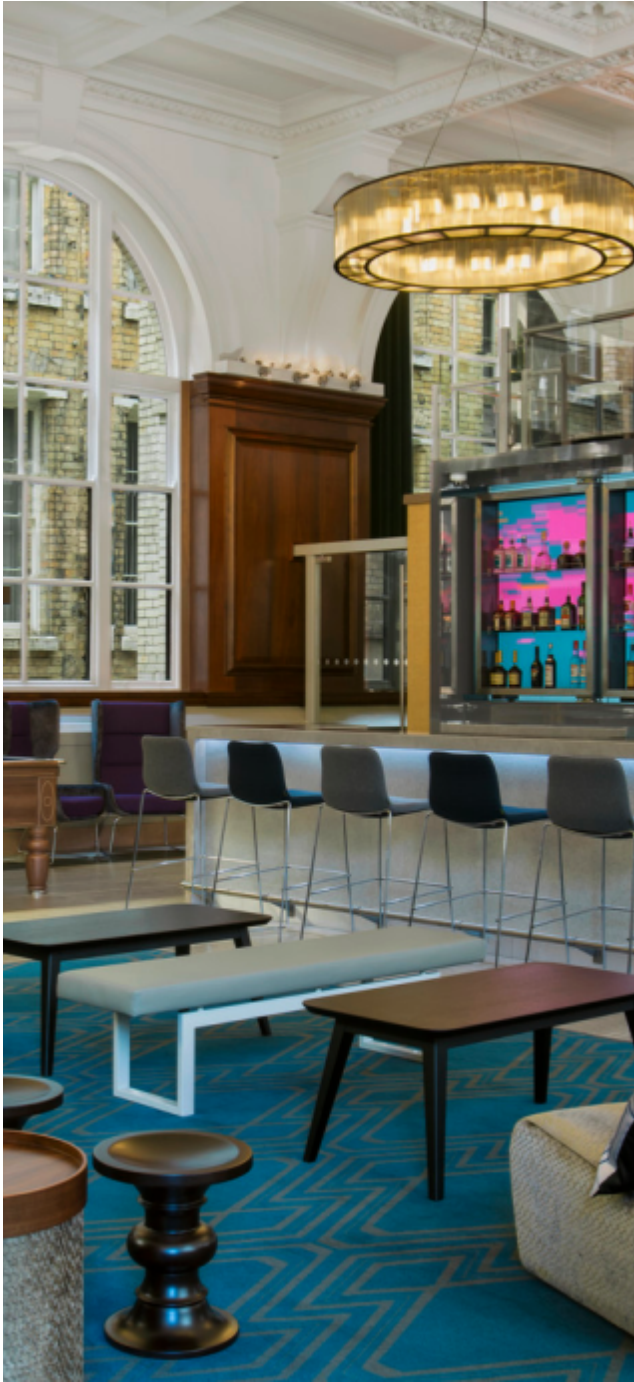
One-Off Concerts

Lifehouse
Blue October
Greg Holden &
The Ting Tings

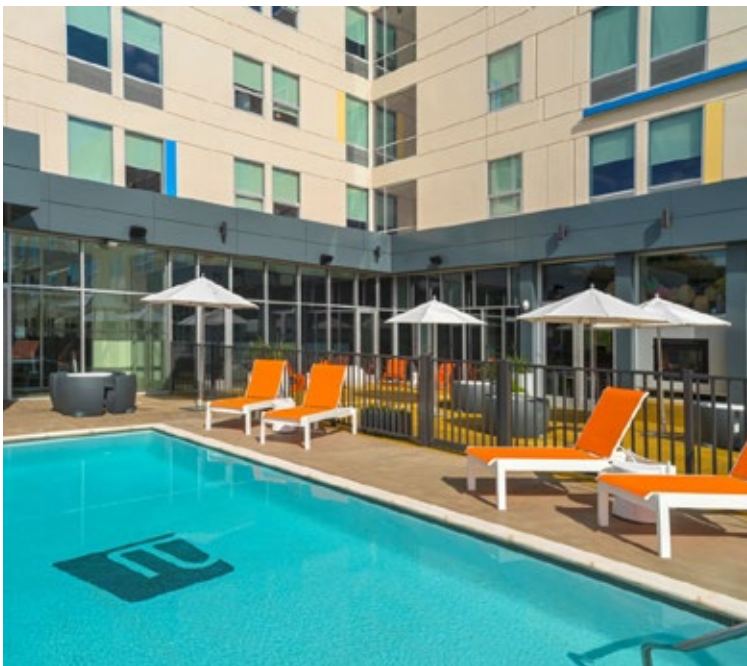
DIFFERENT. BY DESIGN.

The Aloft design offers a friendly and flexible development approach designed to meet a variety of locations and markets with an easy to use, fully sourced FF&E package. Flexible F&B options are available based on specific market needs, with requirements limited to breakfast, a grab 'n go pantry and the W XYZ® bar. With a focus on ensuring a great guest experience, the open design and smart layout utilizes an efficient staffing model.





ALOFT LIVERPOOL



ALOFT COLLEGE STATION





ALOFT DALLAS DOWNTOWN



ALOFT MARKETING DRIVES BOOKINGS

The Aloft brand and its portfolio of hotels is introduced to new markets and promoted both in its current market and globally through multiple channels via the global Aloft brand marketing and PR teams with the purpose of introducing and keeping Aloft top-of-mind with its core audience. The marketing platform includes:

- Digital campaign banner ads on all Starwood channels including starwood.com, alofthotels.com, SPG.com and any other microsites that may be developed at Starwood.
- Digital ads via the Starwood Field Marketing team which promotes hotels individually to help fill need periods in advance.
- Digital campaigns in performance media channels including Ad Networks, Travel Endemic, Search, and overall Brand Awareness
- Strong tactical campaigns, e.g. Travelzoo Top 20 weekly email



- Broad awareness campaign via tone setting media with key publishers to reach core traveler in new and unique ways



- Geo-targeted print campaign that aligns with local business content with a national overlay in a business environment to help build awareness among frequent business travelers in all markets
- PR support generates buzz and outperforms the competition with more than our fair share of media
- Social Media drives engagement through Facebook, Twitter

In addition, the Aloft PR team provides PR support for all phases of the hotel from signing through post-opening. These include deal announcement press releases, hotel opening press releases, hotel opening event support, post-opening press tours and include the hotel in brand-related PR moments as appropriate.

Stay & Play

With best rates of the day

Get the best rates available when you book on our site. Find a lower rate and we'll give you 20% off or 2,000 Starpoints®. We guarantee it.

BOOK NOW

photo 2 of 2
< Previous | Next >

Sign In Reservations Starwood Preferred Guest 1-877-GO-ALOFT Jobs Help Language

AREAS BUZZ GET SOCIAL W XYZ BAR EXPERIENCE OFFERS

Save up to 25%

Save at Aloft Hotels when you book your stay in advance.

BOOK NOW

ALOFT ARUNDEL MILLS, HANOVER, MD, USA

spg. Starwood Preferred Guest

earn double or triple Starpoints®
on stays at Aloft Hotels
stay by april 8

book now
style at a steal.

aloft
A VISION OF W HOTELS

OPERATIONS OVERVIEW



ALOFT BANGKOK SUKHUMVIT 11

BRAND MANAGEMENT/OPENING SERVICES

Starwood's Dedicated Specialty Select Team Focuses On Owner Success

Starwood knows that franchised hotels operate differently than managed hotels from an overall brand perspective. With that being top of mind, Starwood changed the operating model for our specialty select service brands to ensure we can help franchisees generate top-line revenue, improve efficiencies and maximize profitability with a simplified model that allows for faster reaction and less red-tape.

Our cross-functional franchised support team includes select service Brand Marketing, Field Marketing, Sales Support, Guest Initiatives, Operations, Revenue Management, F&B, IT and Training Support professionals focused on driving revenue and bookings. This nimble team can quickly react to issues at individual hotels and markets, identifying issues and opportunities, improving efficiencies, effectiveness and speed to market through a reduction in duplicate efforts, costs and programming while driving topline revenue.

Brian McGuinness, Senior Vice President, Specialty Select Brands Aloft, Element, Four Points by Sheraton



Brian McGuinness is the Senior Vice President of Starwood's Specialty Select brands, including the Aloft, Element and Four Points by Sheraton brands. Mr. McGuinness is responsible for development, strategic and creative direction, and overall performance of each of Starwood's select-serve lifestyle brands.

Mr. McGuinness leads an integrated team, charged with ensuring the successful global launch of Starwood's first new brand introduction, Aloft Hotels, since the 1999 premiere of W Hotels; establishing Starwood's new green trailblazer, Element Hotels, as the extended-stay category leader; and re-launching the newly reinvented Four Points by Sheraton brand.

Mr. McGuinness began his career with Starwood in 1997. His tenure began at the Sheraton Boston Hotel and Towers as Towers Manager, advancing to Reservations and Revenue Management Director. Successfully advancing through his hotel career, he was eventually tapped by Starwood corporate to roll-out a new property management technology platform and joined the creative team to launch the highly successful Starwood Preferred Guest Program. Continuing in marketing, he created the Global Marketing Operations group where he oversaw the execution of marketing programs globally.

In 2002, furthering his entrepreneurial desires, he left Starwood to personally oversee the restoration of a charming bed and breakfast located on Cape Cod. After the successful completion of the restoration, Mr. McGuinness returned to Starwood's Manhattan-based offices to take on the challenge of leading one of the most exciting brand introductions in the hotel industry's history - Aloft Hotels. He relocated to Starwood's corporate headquarters in 2007 to lead the launch of both Aloft and Element hotels worldwide, and then took the reins of the Four Points by Sheraton brand.

ALOFT BRAND TEAM

The Aloft brand team is responsible for all brand operational and guest interfacing initiatives. The brand team responsibilities include:

- Developing and driving new key initiatives to entice guests
- Promoting the brand through marketing and guest facing initiatives to continue to build loyalty
- Conducting extensive research around our guests including their demographics, psychographics and desires
- Managing global marketing of the Aloft brand through all marketing channels including internet, print and events
- Managing and developing global partnerships that enhance the brand and the guest experience
- Meeting annually with owners through the Owner Relations team at Starwood

FRANCHISE SUPPORT SERVICES

ARCHITECTURE AND CONSTRUCTION GROUP (A&C)

Starwood's A&C Group provides guidance for the planning and re-designs of all conversion hotels, offering assistance throughout all stages of re-development from feasibility through opening. The group consists of licensed architects and designers that provide development consulting services and support in the hotel development process. Starwood's A&C project and design managers can significantly help the Hotel's design and construction management teams with cost control, hotel efficiency and opening on time. The A&C Group will review and approve all construction plans and design schemes with an A&C project manager, who will act as the main point of contact to the project development team. The project manager works with a design manager to re-develop the design of the property and implement the Property Improvement Plan (PIP) in conjunction with the development team and will provide expert knowledge in meeting brand identity and image.

NEW BUILDS GROUP

The New Builds Group initially works with our A&C Group on the re-design of the project to ensure the plan is efficient from an operating perspective and on brand. They will also assist the project development team during the hotel's re-development and PIP period to start setting up operations in advance of the planned re-opening which includes Operations, Food and Beverage, Sales and Marketing, Human Resources and Information Technology. The New Build project manager will work directly with the developer and assume the role of primary contact from the A&C project manager as pre-opening activities begin.

The advantage of Starwood having a dedicated New Builds Group working with the Architecture and Construction Group are:

- Deep experience with adaptive re-use projects
- Dedicated project manager assigned to the project
- Experienced project manager offers design, operational and functional comments during all phases
- Construction plans are reviewed regularly
- Quarterly to monthly meetings are held to ensure pre-opening work and opening dates are on track
- Assistance in managing timelines and expenses to ensure pre-opening expenses are on-budget

starwood
Hotels and
Resorts



FOUR
POINTS

WESTIN

THE LUXURY
COLLECTION



MERIDIEN



TRIBUTE
PORTFOLIO



aloft®
HOTELS

CONFIDENTIAL

September 15, 2016

By email to Rick Dover <rick@doverdevelopment.net>

Mr. Rick Dover
Dover Development Corporation
4921 Homberg Drive
Suite B2
Knoxville TN 37919

RE: Proposed Franchised Aloft hotel in Knoxville, Tennessee

Dear Mr. Dover:

This correspondence sets out the terms by which The Sheraton LLC, an affiliate of Starwood Hotels & Resorts Worldwide, Inc. ("Starwood") and Dover Development Corporation ("Owner") would negotiate a Franchise Agreement (the "Agreement") to build a 170-room Aloft® ("Brand") hotel located at 100 Church Avenue @ Henley Street, Knoxville, Tennessee 37902 (the "Hotel"). There will not be a legally binding contract between us until we each execute the Agreement, based on the form of Franchise Agreement which is Exhibit G to the Franchise Disclosure Document (the "FDD") delivered to you and on the following terms and conditions and such other terms as we agree. All capitalized terms not defined herein shall have the meaning set forth in the Franchise Agreement in Exhibit G to the FDD.

Owner Name:

Dover Development Corporation or affiliated entity

Scope of the Project:

Building of the Hotel is to be fully compliant with applicable law, all Standards and Policies, including but not limited to those under the Fire & Life Safety Manual, and agreed to plans and specifications for new construction.

The Hotel would be allowed to enter the System for the Brand once all agreed to construction has been completed by Owner and has been approved in writing by Starwood and Owner is in compliance with the Agreement.

Application Fee:

The initial application fee ("Application Fee") for the Hotel franchise is US\$60,000 plus US\$450 per guest room for the number of guest rooms in excess of one-hundred fifty (150). The Application Fee for this Hotel will equal US \$60,000 and would accompany the submission of the Franchise Application for the Hotel which must be completed in all respects and include the financial statements of Owner and a guarantor. Further, US\$10,000 of the Application Fee would immediately become non-refundable upon submission of the Franchise Application, and the full Application Fee would become non-refundable upon approval of the Franchise Application by Starwood's Global Development Committee. The Franchise Application, Application Fee and the PIP Fee, if applicable, should be submitted to:

The Sheraton LLC
600 Galleria Parkway, Suite 1700
Atlanta, Georgia 30339

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Attn: Franchise Administration

Property Standards:

Provision to Starwood of a Fire Life Safety certificate certifying that the Hotel is in compliance with Starwood standards is required prior to Hotel opening. A Life Safety inspection (for the Hotel as constructed) will be scheduled, if one has not already been conducted, once the completed Franchise Application and full Application Fee are received by Starwood's Atlanta office or for new builds when the construction is near completion a peer review shall be obtained by Owner. At Starwood's direction, Owner will reimburse Starwood or pay the inspector directly for the cost of the Life Safety inspection, including any travel and expenses.

Upon the completion of construction of the Hotel, Starwood will review all work prior to final branding of the Hotel to ensure that it is in compliance with the Standards and Policies. The Hotel will not be opened for business until Owner has received authorization to do so in writing from Starwood.

Term:

The term of the Agreement would expire without notice on the last business day of the month in which the 20th anniversary of the opening of all facilities of the Hotel occurs.

Restricted Area:

Beginning on the Signing Date through Termination, Starwood will not own, operate or license a hotel under the Brand that is located in the Restricted Area, other than the Hotel subject to certain standard exceptions in the Agreement and as disclosed in the FDD. "Restricted Area" shall mean the area bounded by the following: TBD

License Fee:

A continuing franchise fee of 5.5% of Gross Rooms Revenue (GRR) commencing with the Opening Date and continuing for each month in the Operating Term is payable to Starwood on a monthly basis.

Starwood may charge Owner a non-compliance fee equal to 1.0% of GRR for each month the Non-Compliance has occurred under the Agreement for one or more days.

Guarantee:

Owner must have sufficient net worth and liquidity, as determined by Starwood in its sole and absolute discretion, to fulfill its financial obligations in the Agreement. A personal Guarantee or a Guarantee from a parent organization entity including an obligation to maintain a Net Worth Threshold equal to Owner's estimated financial obligation under the Agreement is required.

Loan to Value Ratio

Owner would not incur, refinance or guarantee any debt or grant any security if at such time the aggregate amount of debt exceeds (i) before the Opening Date, 65% of Project Costs; or (ii) after the Opening Date, 65% of the fair market value of the Hotel.] In addition, a Debt Service Coverage Ratio as determined by Starwood in its sole and absolute discretion shall be required.

Centralized Services

The Hotel would participate in the marketing, sales, reservations, Starwood Preferred Guest and other Centralized Services that are mandatory for franchised Brand hotels. The Hotel would pay all charges for mandatory Centralized Services and any optional Centralized Services in which it participates.

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Other Fees:

All other fees are standard as defined in the FDD for the Brand.

Management of Hotel:

Unless Starwood has approved Owner to manage the Hotel, Owner must retain a management company approved in writing by Starwood to manage the Hotel under a management agreement. This election must be made at least 12 months or earlier if required by Starwood in its sole discretion prior to the opening of the Hotel.

Confidentiality: Owner shall maintain the confidentiality of the terms set forth in this term sheet, subject to applicable Laws. This paragraph shall survive the expiration or termination of this term sheet.

Special Stipulations:

This proposal is provided on the understanding that the terms and details of this letter and these discussions are kept strictly confidential. This proposal does not constitute an agreement for this transaction, or otherwise create any legally binding or enforceable obligation against Starwood or Owner. Starwood reserves the right to modify or delete any terms in this proposal and terminate any discussions regarding this proposal at any time. The execution and delivery of the Agreement by Starwood will be subject to the prior written approval of the Global Development Committee of the Board of Directors, which may be withheld in its sole and absolute discretion.

Public Statements:

Neither Owner nor Starwood will issue a press release or make any other public statement about the Franchise Application or these discussions until an Agreement has been executed by each of us and we mutually agree on the content of the press release.

Should you have any questions or wish to further discuss any of the terms as presented, please do not hesitate to contact me. Thank you again for this opportunity, and I look forward to speaking with you soon.

Sincerely,



Arik Kono
Vice President, North America
Development & Acquisitions
600 Galleria Parkway, Suite 1700
Atlanta, GA 30339
T: 770 857 2030 F: 770 857 2040
Arik.kono@starwoodhotels.com

OWNER SIGNATURE:

Name: _____
Title: _____

CONFIDENTIAL

cc: Vice President, Development
Franchise Legal Specialist
Franchise Legal Coordinator

SIMEONE DEARY | DESIGN GROUP

September 16, 2016

Rick Dover
Dover Development Corporation
4921 Homberg Drive
Suite B2
Knoxville TN 37919
www.doverdevelopment.net
Rick@doverdevelopment.net
865-924-0791

Dear Mr. Dover,

This letter confirms the agreement between Simeone Deary Design Group ("SDDG") and Dover Development Corporation ("Client") regarding the Interior Design and Concept Design Services for the new development of a 170 room, Aloft Hotel in Knoxville, TN ("Project").

Client intends to award the Agreement for Interior Design Services for the Project to SDDG. Client has authorized SDDG to provide the requested design services while the Project materializes. In the interim, Client shall pay SDDG on a time and materials basis for all design services performed and all reimbursable expenses incurred up to receipt by SDDG of written notice from Client that SDDG will not be awarded the Agreement.

STANDARD HOURLY RATES

Note: The hourly rates are current through June 2017 and are subject to change after this date.

TITLE	HOURLY RATE
Lisa Simeone	\$ 300.00
Gina Deary	\$ 300.00
Adam Lara	\$ 250.00
Principal	\$ 195.00
Associate	\$ 160.00
Senior Project Designer	\$ 135.00
Project Designer II	\$ 115.00
Project Designer I	\$ 95.00
Administrative	\$ 75.00

REIMBURSABLE ITEMS

Reimbursement for normal, out-of-pocket expenses that are associated with the Services ("Reimbursables") are not included in the Total Fee and will be charged to the Client at cost times 1.1. The Client will be billed for actual expenses incurred for the Project. Reimbursables include, but are not limited to, presentation materials, project binders, research materials, reproductions, printing and plotting, facsimiles, postage, deliveries, long distance communications, renderings, travel, transportation, hotel accommodations and meals for out of town meetings.

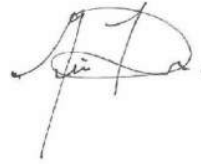
SIMEONE DEARY | DESIGN GROUP

Sincerely,



Lisa Simeone

Owner
Simeone Deary Design Group



Gina Deary

Owner
Simeone Deary Design Group

This Service Proposal is AGREED to and ACCEPTED by Dover Development Corporation and through its undersigned representative. Client and the undersigned individual represent and warrant that the undersigned is authorized to sign this Proposal and bind Client to the agreement formed thereby.

Project: Aloft Hotel, Knoxville, TN

Signed: _____

Printed: _____

Title: _____

Date: _____

Firm Overview and Experience

Located on the Magnificent Mile in Chicago's Gold Coast, Simeone Deary Design Group, a women owned, WBE Certified Interior Design firm, develops timeless environments and concepts for the hospitality industry. The team of 50 has designed spaces including hotels, spas, restaurants and high-end residences throughout the United States and abroad.

Simeone Deary's philosophy rests solely on the belief that there is no substitute for great design. Uncompromised artistry is the core mission of the firm and although the mediums may differ, adherence to developing a conceptual vision for each project serves as a driving force in everything they create. This focus on conceptual design, coupled with a genuine dedication to the client is what sets Simeone Deary apart from other firms.

Since its inception in 2002, Simeone Deary has amassed a resume of over 100 hotel projects including new construction, adaptive reuse, renovation and conversion for a multitude of brands and owners including Hilton Hotels, Loews Hotels, Hyatt Hotels, Marriott International, Kimpton Hotels & Restaurants, Starwood Hotels and Resorts, Intercontinental Hotels Group, White Lodging Services, Las Vegas Sands Corporation, Aparium Hotel Group and Oxford Capital Group. Simeone Deary has also completed projects for Lettuce Entertain You Enterprises, Universal Creative at Universal Parks and Resorts, Levy Restaurant Group and Related Midwest.

Hotel projects most recently completed by Simeone Deary Design Group include LondonHouse Chicago, Loews Minneapolis, The Charmant, The Westin Austin Downtown, Hotel Allegro and Loews Chicago.

Another notable project in Simeone Deary's portfolio is the largest JW Marriott in the United States. The JW Marriott Austin features 1,012 guestrooms, two distinct restaurants, a lobby, lobby lounge, fitness center and over 112,000 square feet of meeting and convention space.

Simeone Deary has also completed the design in its entirety of the prestigious Elysian hotel in Chicago's Gold Coast (Reflagged as Waldorf Astoria Chicago), the transformation of a historic chocolate factory into The Charmant, a boutique hotel in LaCrosse, Wisconsin and Brush Creek Ranch, a 6,000 acre ranch in Saratoga, Wyoming.

The firm was recently awarded the prestigious Hospitality Design Award in 2016 for overall hotel design and public spaces of Loews Minneapolis. Loews Chicago also won that same award in 2015 for the design of the public spaces. In 2013, the firm was the recipient of numerous design awards including the Gold Key Award for Excellence in Hospitality Design as well as the Hospitality Design Award recognizing their designs of the Hilton Columbus Downtown and the Hilton Dallas Park Cities. Simeone Deary was presented with the same awards in 2010 for their design of the Elysian hotel in Chicago.



Recognition

AWARDS

The company has received recognition for its groundbreaking designs and innovative projects from a number of well-respected design organizations and publications including:

2016

Hospitality Design Awards
Midscale Hotel Category Winner
Midscale Public Spaces Category Winner

2016

Shaw Contract Design Is...Award
Hospitality Market Winner

2015

Hospitality Design Awards
Midscale/Economy Public Spaces Category Winner

2013

Gold Key Awards for Excellence in Hospitality Design
Midscale/Budget/Focused Service Lobby Category Winner

2013

Hospitality Design Awards
Mid-Range/Economy Hotel Category Winner
Mid-Range/Economy Public Spaces Category Winner

2010

Gold Key Awards for Excellence in Hospitality Design
Lobby/Reception Category Winner

2010

Hospitality Design Awards
Luxury/Upscale Hotel Category Winner

2010

i4design Magazine
Selected as one of 16 rising talents in annual "Suite 16" issue

2010

DreamHome at The Merchandise Mart Design Center
Featured as one of 10 prestigious designers

2008

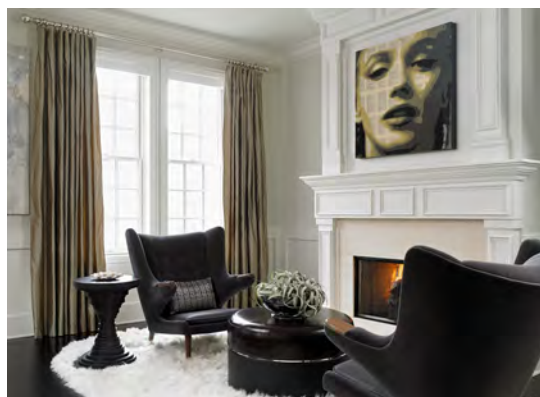
Fashion Group International
Rising Star Award

2007

Hospitality Design Awards
Casual Restaurant Category Winner

2005

DOC Award
Narra Restaurant



MEDIA HIGHLIGHTS

The firm's elite projects and thought-provoking elements have been featured in some of the country's most prominent publications including:

Boutique Design
Chicago Collection
Chicago Social
Chicago Style
Chicago Scene
Chicago Tribune
CS Brides
Elle
Elle Décor

Food Arts
Hemispheres
Hospitality Design
Hotel Business
Hotel Business Design
Interior Design
Lodging
Luxe Interiors + Design
Miami Herald

Michigan Avenue
Modern Luxury Interiors
Mountain Living
North Shore
The Robb Report
Redbook
Sleeper
Veranda



Boutique/Luxury Hotels/Resorts

Brush Creek Ranch, *Saratoga, WY*
 The Charmant, *LaCrosse, WI*
 Elysian Hotel, *Chicago, IL (Reflagged Waldorf Astoria Chicago 2012)*
 Detroit Foundation Hotel, *Detroit, MI **
 The Gwen, A Luxury Collection Hotel, *Chicago, IL*
 Hard Rock Hotel at Universal Orlando, *Orlando, FL*
 Hotel Allegro, *Chicago, IL*
 Hyatt Regency Scottsdale Resort & Spa at Gainey Ranch, *Scottsdale, AZ*
 JW Marriott Indianapolis, *Indianapolis, IN*
 JW Marriott Austin, *Austin, TX*
 Loews Miami Beach, *Miami, FL **
 Loews Royal Pacific Resort at Universal Orlando, *Orlando, FL **
 Loews Sapphire Falls Resort at Universal Orlando, *Orlando, FL*
 LondonHouse, *Chicago, IL*
 Park Hyatt Toronto, *Toronto, Ontario **

Business & Lifestyle Hotels

Aloft/Element Austin Downtown, *Austin, TX **
 Aloft Louisville, *Louisville, KY*
 Chicago Marriott Naperville, *Naperville, IL*
 Clark & Grand Triplex - Aloft, Fairfield Inn and Suites, Hyatt Place, *Chicago, IL*
 Courtyard & Residence Inn Richmond Downtown, *Richmond, VA*
 Hilton Columbus Downtown, *Columbus, OH*
 Hilton Dallas Park Cities, *Dallas, TX*
 Hyatt Centric Fort Lauderdale, *Fort Lauderdale, FL **
 Hyatt Place Nashville, *Nashville, TN*
 Hyatt Place Prototype Design, *Public Area Concept and Vision*
 Hyatt Place/Hyatt House Denver Downtown, *Denver, CO*
 InterContinental Chicago, *Chicago, IL*
 Le Méridien/AC Denver, *Denver, CO **
 Loews Chicago, *Chicago, IL*
 Loews Minneapolis, *Minneapolis, MN*
 Loews Vanderbilt, *Nashville, TN*
 Milwaukee Marriott Downtown, *Milwaukee, WI*
 The Westin Austin at The Domain, *Austin, TX*
 The Westin Austin Downtown, *Austin, TX*

Restaurants & Bars/Branding & Identity

Antojitos Authentic Mexican Food at Universal CityWalk Orlando, *Orlando, FL*
 Beatrix, *Chicago, IL*
 BOKA, *Chicago, IL*
 Breadbox at Universal CityWalk Orlando, *Orlando, FL*
 Covo, *Chicago, IL*
 The Cowfish Sushi Burger Bar at Universal CityWalk Orlando, *Orlando, FL*
 Municipal, *Chicago, IL*
 NBC Sports Grille at Universal CityWalk Orlando, *Orlando, FL*
 Prasino, *Multiple Locations*
 Santi, Marina Bay Sands, *Singapore*
 Vivo Italian Kitchen at Universal CityWalk Orlando, *Orlando, FL*

Residential Projects

Gold Coast Residence, *Chicago, IL*
 The Grant Residences, *Chicago, IL*
 Lake Shore Drive Penthouse, *Chicago, IL*
 Lincoln Park Residence, *Chicago, IL*
 North Shore Residence, *Chicago, IL*
 River North Penthouse, *Chicago, IL*

*Designates projects in progress



Design Services

Program Development Requirements
Project Scheduling
Restaurant Prototype Branding
Conceptual Interior Design
Conceptual Exterior Design
Schematic Interior Design
Design Development
Rendered Perspectives
Furniture Selections
FF&E Art Accessory Selections
FF&E Art Accessory Budgeting
FF&E Art Accessory Specification
Procurement

Construction Administration

Interior Construction Documents
Engineering Documents Coordination
Base Building Architects Coordination
Specialty Consultant Coordination
(Audio/Visual, Landscape, etc.)
Clarifications to Contractors & Suppliers
Finish/Lighting Submittal Review
Custom Fabrication Shop Drawing Review
Construction Bid Review

Art + Branding

Concept Creation

Identity Development

Naming
Logo Design
Brand Positioning
Brand Standards
Brand Usage and Guidelines
Type Design
Branded Packaging

Custom Artwork

Graphic Wall Mural
Large Format Art Moments
Illustration

Retail

Display
Point of Sale Display
Poster and Promotional
Window and Retail Display

Print

Promotional Collateral
Menu
Stationery
Uniform
Soft Goods

Communications

Interior and Exterior Signage
Wayfinding Systems



The Charmant
LaCrosse, WI



Company Name Weber Holdings	When the opportunity to transform an historic chocolate factory into a boutique hotel arose, the designers were passionate about breathing new life into such a beloved pillar of the community in this charming Midwestern town.
Project Name The Charmant	Inspired by the building's rich history and the prevailing French influence of the town, the designers set out to create an experience where guests and locals would feel comfortable, inspired and a part of something special. The words, <i>poetic, wholesome, intuitive, luxurious</i> and <i>eclectic</i> served as touchpoints for the design.
Services Interior Design	Upon entry, a French-inspired black and white marble mosaic patterned floor is accentuated by design elements that celebrate the space in its original use. The front desk, designed as an abstract homage to an old-fashioned candy counter, utilizes classic marble, juxtaposed with forged metal. A display case showcasing chocolate treats sits adjacent to the desk.
Budget Confidential	
Size 58,000 SF 67 Rooms	Along the ceiling, lights set behind the moldings play up the texture of white-washed brick walls. Under foot, the original wood floors are meticulously refinished yet keep the stains, even the scent, of long-ago batches of chocolate and molasses. The color palette, reflective of chocolates - buttercreams, caramels, raspberries and cocoas look warm and enticing, while French-inspired blues-and-grays add notes of cool serenity.
Completion Date September 2015	The bar is an extension of the lobby but takes on a more masculine feel with saddle colored leather, vintage wood floors, denim pillows, blackened hardware and industrial light fixtures. The dining room has a more feminine feel, with light draperies to soften the rustle of conversation. Still, the room honors the building's sense of industry. Pulleys from the factory hold the lighting fixtures that run along the barrel-vaulted-ceiling. Countertops are clad in zinc.
Client Nick Weber 608.782.5041 nick@weber-holdings.com	<p>The Parlour, an intimate space is dotted with vintage, yet modern furnishings. A classic marble-topped counter sits atop an undulating, glossy chartreuse-colored wooden base and a fireplace wall are focal-points.</p> <p>Guestrooms meant to feel residential are reflective of a European-inspired home. A neutral palette of black, white and taupe plays off hues of deep-blue and dusty-rose. No standard hotel furnishings here; every guest room is outfitted with curated pieces and personal touches. Vintage photographs and other memorabilia are used as art and the refurbished wood flooring is adorned by inlaid antiqued rugs.</p> <p>The multi-seasonal rooftop is complemented by a two-season outdoor patio and designed to resemble a house garden. The perimeter, lined with hedges is adorned with a collection of potted plants and modern conversational seating.</p>

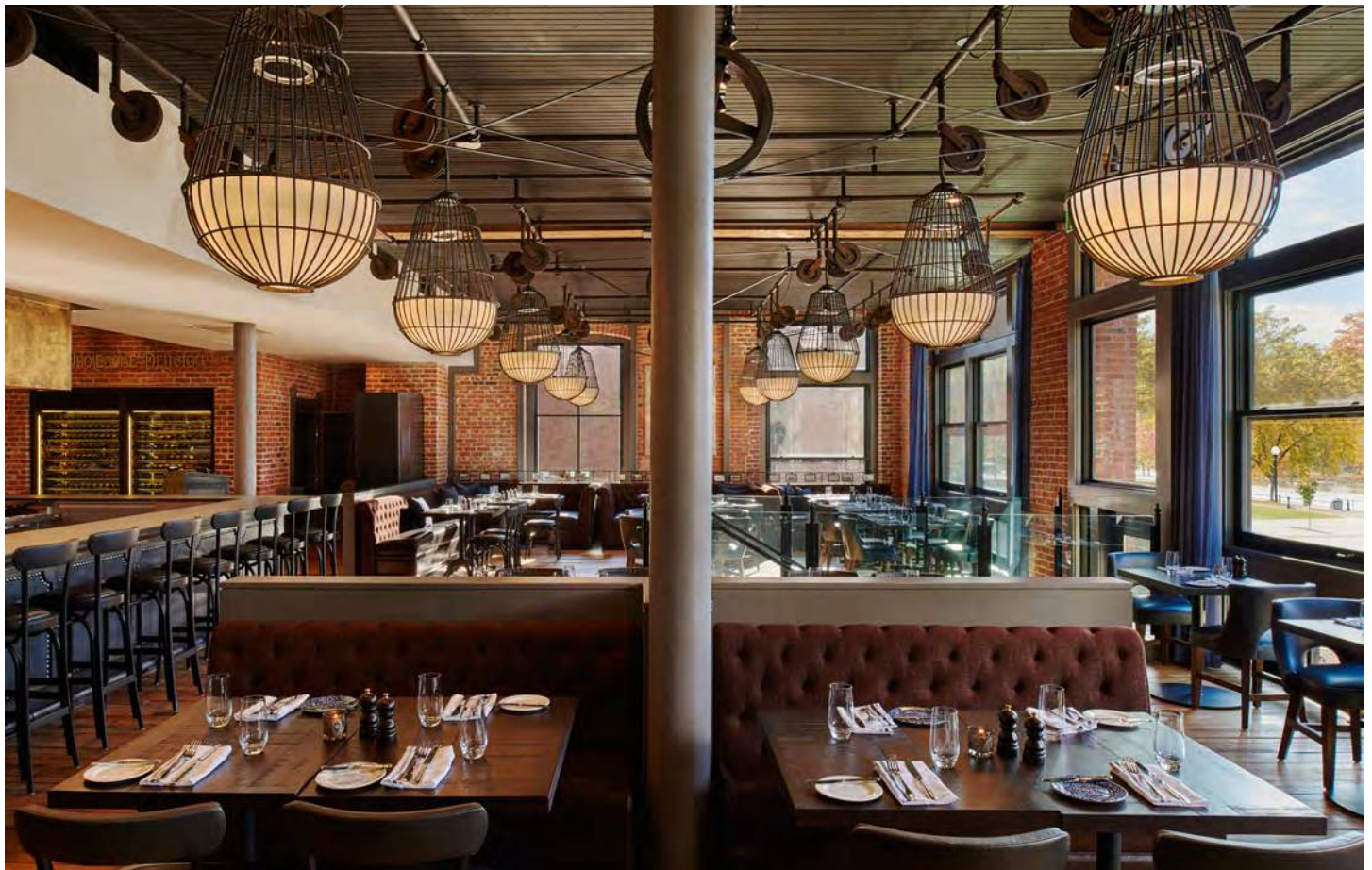
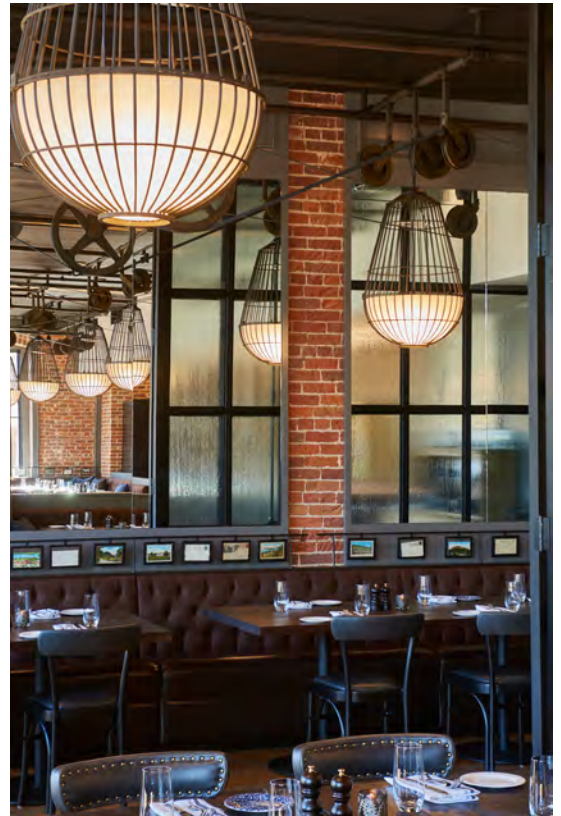
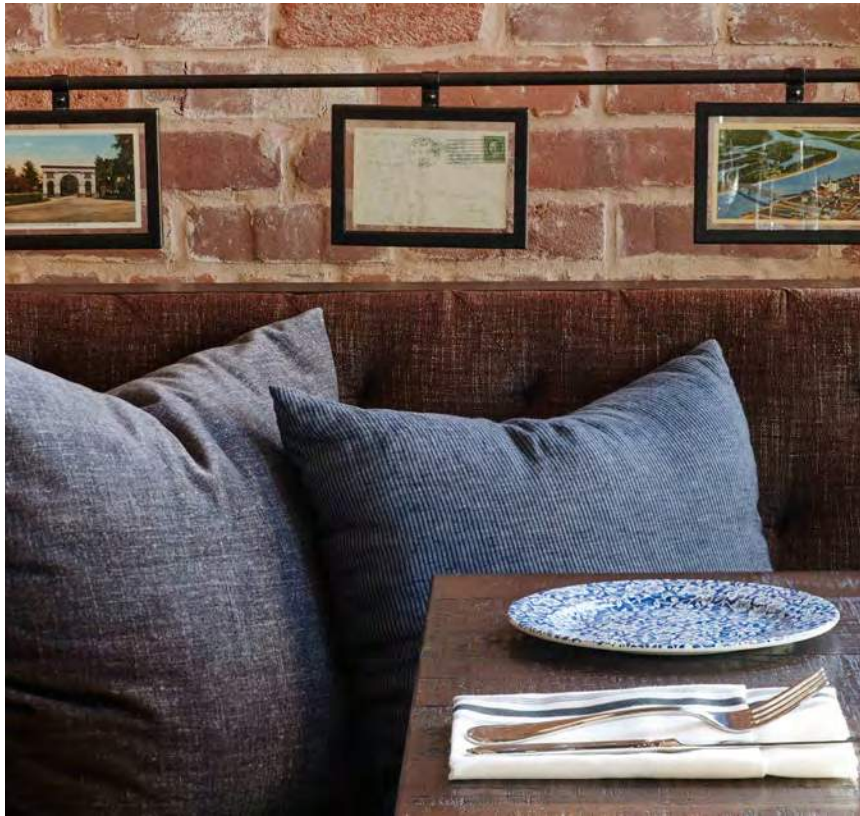
The Charmant
LaCrosse, WI



The Charmant
LaCrosse, WI



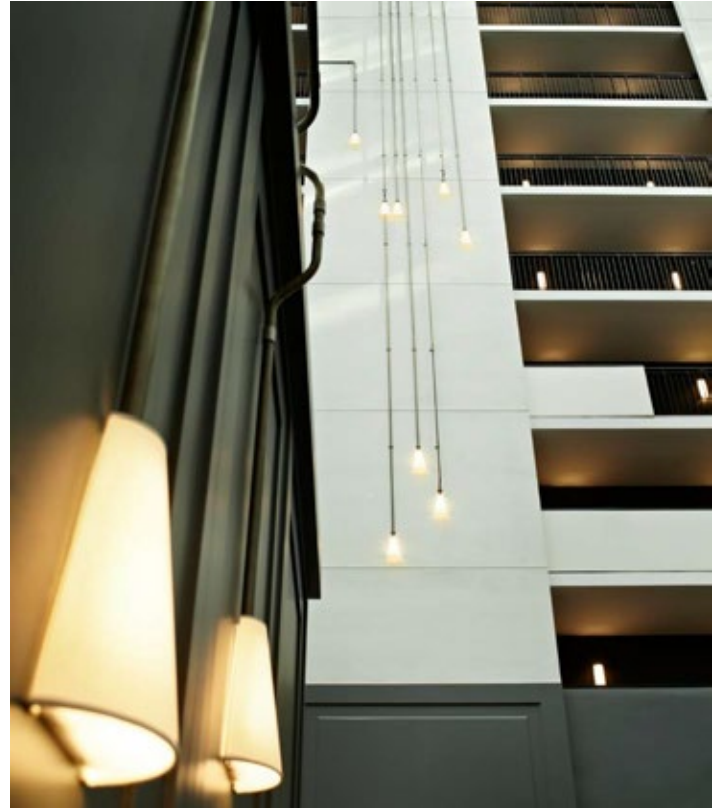
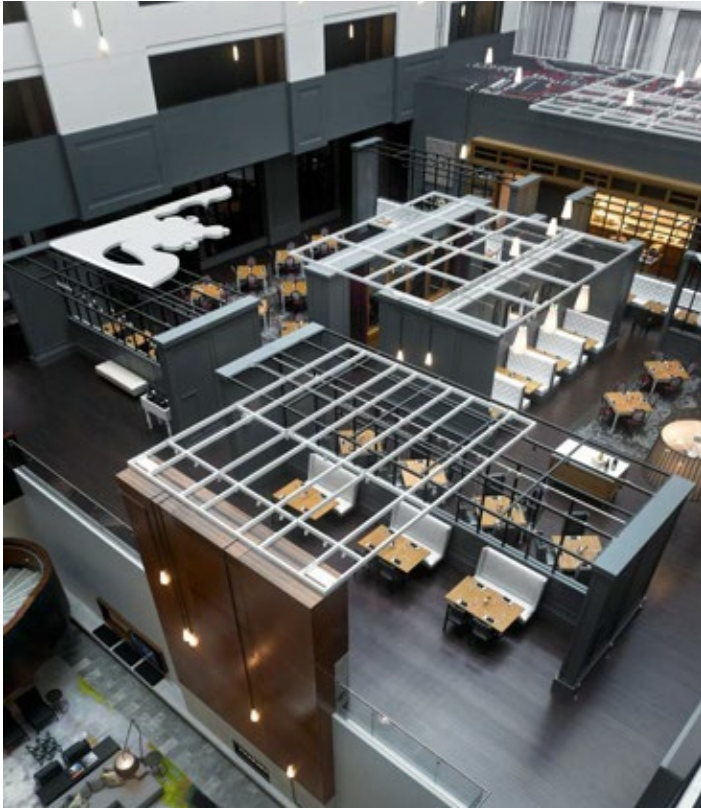
The Charmant
LaCrosse, WI



The Charmant
LaCrosse, WI



Hilton Columbus Downtown
Columbus, OH



Company Name
Hilton Worldwide

Charged with creating a ground-up convention hotel in Columbus, Ohio, Simeone Deary Design Group researched the area and became passionate about incorporating the culture of Columbus into the design of this hotel.

Project Name
Hilton Columbus
Downtown

The urban downtown environment juxtaposed to communities reflecting old-world cultures and sensibilities right next door, provided a jumping off point for the concept.

Services
Interior Design

To execute this idea, Simeone Deary used old-world details made with modern materials mixed with modern details layered with old-world inspirations. The color palette is modern. Warm greys and crisp whites mixed with exotic grainy woods, furniture is punctuated with strong color but soft and lush.

Budget
\$150 Million

Size
425,000 SF

The lobby is intentionally clean while incorporating multiple layers of textures and artistic elements that exemplify the idea of old and new living together in harmony. Furniture and lighting pieces become art in the space.

Completion Date
November 2012

The restaurant is based on the idea of a modern French bistro although its core is a study in light and dark. The layout is designed to channel an inviting, warm setting. Velvet, crackle subway tiles, muted damask patterns and rustic woods, all nods to French classic restaurants are reinterpreted in a modern way and give the space its heart.

Operator
Larry Traxler
703.883.1060
Larry.Traxler@hilton.com

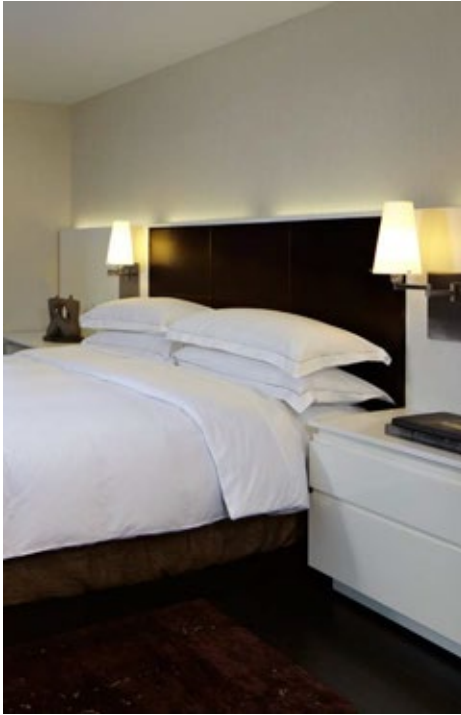
Brand standards and technology were requirements in the guestrooms – but the design delivers more with a streamlined and sleek layout. Furniture pieces are long and linear and hug perimeter walls to create a more spacious feeling. Wood-types were kept the same to give a modern but uncluttered look and the absence of pattern but use of multiple textures provide a feeling of serenity and cleanliness.

To propel the art portion of the project, works of 130 local artists grace the hotel. The art program reads much like a gallery celebrating the talent of the city's most gifted artists linking the hotel into the culture and its community.

Hilton Columbus Downtown
Columbus, OH



Hilton Columbus Downtown
Columbus, OH



Aloft Louisville Downtown
Louisville, KY



Company Name
White Lodging

Project Name
Aloft Louisville

Services
Interior Design

Budget
Confidential

Size
4,970 SF

Completion Date
December 2015

Client
Pete Reardon
219.472.2980
preardon@whitelodging.
com

Due to the many iron foundries located in Louisville in the 1850's, the downtown area of this historic city has the largest collection of cast iron facades, second only to New York's SoHo district. Located directly across from the site of the new Aloft Hotel is a stretch of cast iron buildings known as Whiskey Row.

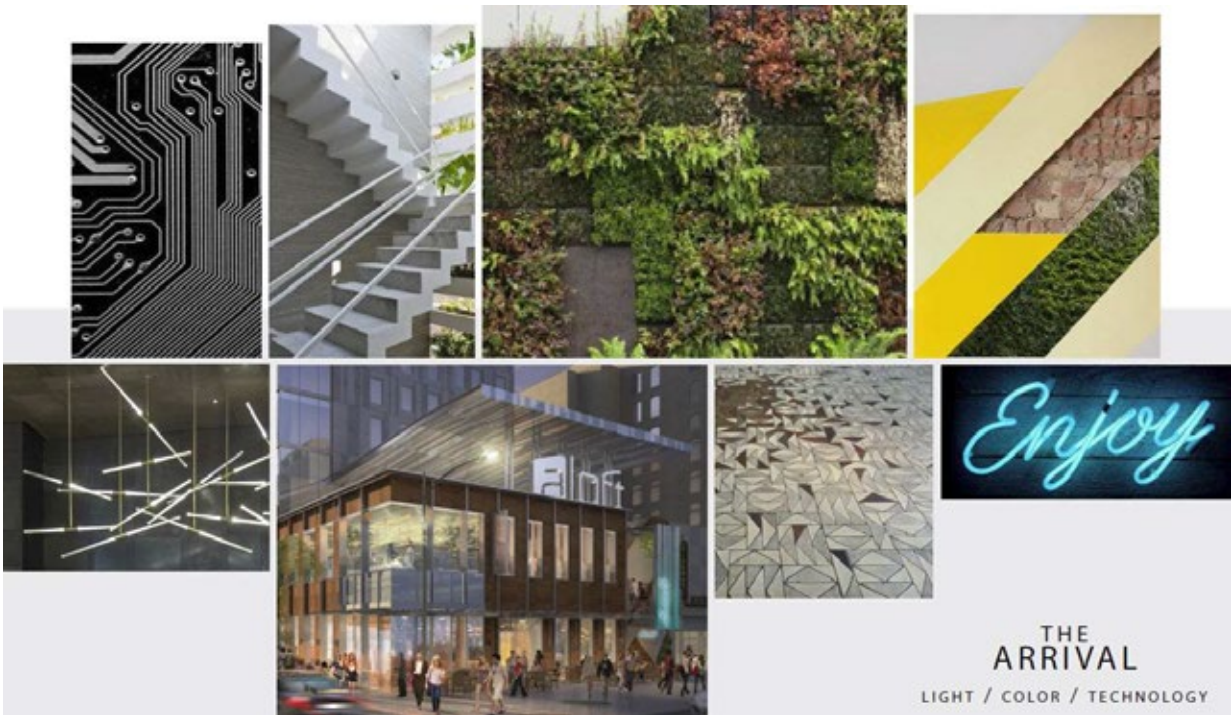
In the late 1800's, these buildings served as the distilleries for the bourbon industry and are truly some of the most historically celebrated facades of Louisville. With the passage of time and a need for the iron companies to remain relevant, ironworkers began detailing more decorative work for buildings as well as embellishing coal covers, manhole covers and landscape grates which can still be seen today along parts of Main street.

Drawing our inspiration from the decorative iron work in this historic neighborhood, we regionalized the Louisville Aloft hotel by infusing the multiple designs and patterns created by these craftsmen into the public areas of the hotel. An art installation of resincast plates reminiscent of coal and manhole covers become a textural wall display embellishing the remix area. Design details in the bar are also reflective of architectural elements from the facades of the Whiskey Row buildings. Modernized and simplified, these details are expressed in mixed metals that reflect the local vernacular.

Aloft Louisville Downtown
Louisville, KY



Aloft/Element Austin Downtown (New Construction)
Austin, TX



Company Name	Project Name	Services	Size	Anticipated Completion Date	Client
White Lodging	Aloft/Element Austin Downtown	Interior Design	254,382 SF 278 Rooms (Aloft) 144 Rooms (Element)	Summer 2017	Dustin Louderback

Aloft/Element Austin Downtown (New Construction)
Austin, TX





AUBREY'S INC

ABOUT

Aubrey's Inc., located in Knoxville, Tennessee, is the parent company of the 16 restaurants owned and operated by Aubrey "Randy" Burleson. Randy was raised in South Knoxville, attended Catholic High School and then went on to graduate from the University of Tennessee.

Shortly after graduation, Randy opened his first Aubrey's restaurant in West Knoxville. It was a labor of love that didn't always work and at one point came very close to closing. But Randy stuck with it, and thanks to his hard work, a great staff and lots of help from the Farragut community, he turned his namesake café into a local landmark.

Today, Mr. Burleson's portfolio of restaurant brands extends to 16 locations including eight Aubrey's locations across East Tennessee with a ninth location scheduled to open in Bristol, TN at the end of 2016. The company also owns Sunspot Restaurant and Stefano's Pizza near the UT campus, Bistro by the Tracks and drink in midtown Knoxville, two Barley's

Taproom & Pizzeria locations in Maryville and downtown Knoxville and The Crown & Goose in Knoxville's Old City. Aubrey's Inc. employs over 1,000 people in Knox County and the surrounding area.

From the very beginning, Randy demonstrated a strong commitment to the communities in which his restaurants are located. More than 100 times a year, usually in two locations every week of the year... Aubrey's offers, at no cost to the requesting organization, FREE "pancake breakfast" fundraisers. Aubrey's regularly provides, sometimes even delivers, free or reduced cost box lunches for Teacher meetings and school celebrations.

Randy is also extremely proud to have been honored by the East Tennessee Preservation Alliance in 2013 for his restoration and renovation of Roy's Record Shop on West Broadway which is now home to Maryville's very own Barley's Taproom and Pizzeria.





6025 BROOKVALE LANE #206
KNOXVILLE, TENNESSEE 37919

865-584-7779
aubreysrestaurants.com

9/25/16

Mr. Rick Dover
Dover Development
4921 Homberg Drive Suite B2
Knoxville, Tennessee 37919

Rick–

Thanks for taking the time to meet with me a couple of weeks ago. This letter will serve as my written intent to develop a premiere dining concept on the site of the former State Supreme Court Building.

As a native Knoxvillean and a long-time fan of fine food culture, I am thrilled to work with the entire Dover Development team to breathe new life into such a historic building. As a child I remember spending hours, many long hours, in Miller's Department Store with my mother. We would walk past the Hotel Arnold and the Supreme Court Site before heading back home to South Knoxville. Even as a young man I knew something important happened inside.

Upon touring the site a few weeks ago, I knew immediately that I wanted my company to be involved. Situated perfectly between the center of Knoxville's government and central tourism locations the site almost demands an elegant dining experience. The grand entrance from Locust is the perfect atmosphere to welcome residents and visitors alike and instantly greet them with an extraordinary experience.

The main courtroom would likely house our restaurant concept allowing us to take full advantage of the history of the space. Our intent is to utilize the high ceilings and massive walls surrounding the room to create a dramatic, evocative and intimate guest experience. We would re-imagine the proud history of the room with heavy wood paneling on the walls and tons of secondary lighting. We would fill the center of the space with luxurious high-backed booths and intimate tables, each elegantly set with stunning china, silver and glassware.

We intend to build on the culinary experience and reputation we've developed with Knoxville's most respected food and wine venues, most notably "Bistro by the Tracks", consistently voted as the best restaurant and best wine list in Knoxville. While our concept is not completely fleshed out, the room will model fine dining experiences such as "Abe & Louie's" on Boylston Street in Boston, Clyde's Steakhouse in Washington DC and of course Knoxville's own Bistro by the Tracks.

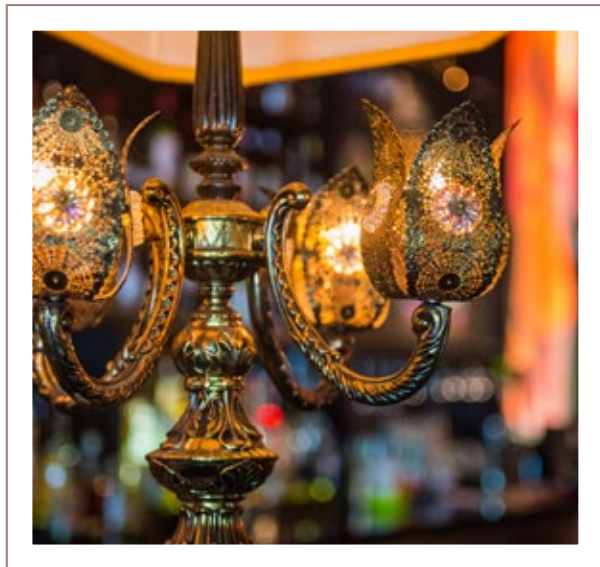
We look forward to following up with you on this exciting endeavor.

Aubrey Burleson

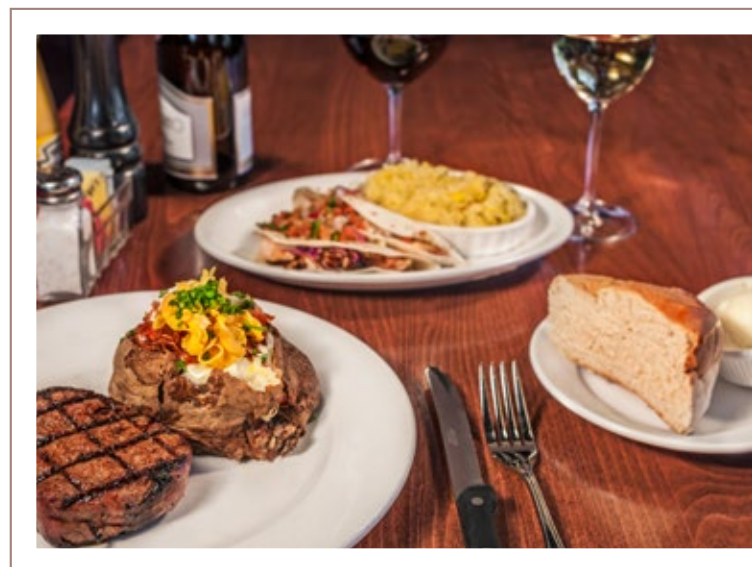
BISTRO BY THE TRACKS



DRINK



AUBREY'S



7 PETSAFE

We propose to locate a pet service within our multi-family component. This facility would provide lodging and care for dog owners in the downtown market. We propose for this facility to be operated by PetSafe, a Knoxville based provider of high-quality environments for pets.



Radio Systems[®]

C O R P O R A T I O N

September 19, 2016

Mr. Rick Dover
Dover Development
Knoxville, Tennessee

Rick –

Thank you for sharing some news about possible plans currently being considered to re-purpose the existing Knoxville Supreme Court parcel and facility. It is always encouraging for all potential stakeholders to recognize the visionary opportunities this potential project represents. Radio Systems Corporation (RSC) is certainly open minded to considering participation in the end project by operating and managing a PetSafe[®] Brand doggie day camp within the re-purposed model. That day camp operation would be appealing to both residents and visitors alike. Needless to say, but our participation would be contingent upon a feasible economic business model that satisfies internal RSC guidelines and our preliminary interest shall not be construed, or deemed to, create or constitute any legally binding obligations upon Radio Systems Corporation. Regardless, the news is compelling!

You are welcome to contact me as needed.

Good luck with the project!

Sincerely,

Steven Baker



Vice President - Logistics
Radio Systems[®] Corp
10427 PetSafe Way Knoxville TN 37932

cc: Mr. Mike Cohen

SOURCES & METHODS OF FINANCING**APARTMENT**

It is anticipated that conventional construction financing from a large regional or national commercial bank will be utilized for the debt portion of the capital structure. The equity portion of the capital structure will be provided through a combination of capital invested by principals of Bristol coupled with either an institutional partner (insurance company, pension fund, private equity, or family office) or with a group of high net worth individuals.

FINANCING PARAMETERS							
EQUITY DEAL STRUCTURE				PREFERRED RETURN % OF OWNERSHIP			
SOURCE	AMOUNT	% OF EQUITY	% OF COST	TIER 1 IRR	TIER 2 IRR	TIER 3 IRR	TIER 4 IRR
				9.0%	9.0%	9.0%	9.0%
INVESTORS	\$12,809,030	90.0%	27.0%	45.0%			
BRISTOL/AFFILIATES	\$1,419,000	10.0%	3.0%	5.0%			
TOTAL	\$14,228,030	100%	30.0%	50.0%			
DEVELOPER PROMOTE				50.0%			
CONSTRUCTION LOAN			% OF COST	SPREAD OVER LIBOR	FLOOR RATE		
BANK	\$33,198,737		70%	2.50%	0.00%		
TOTAL	\$33,198,737		70%				
SOURCES & USES							
SOURCES				AMOUNT		% OF TOTAL	
EQUITY				\$14,228,030		30%	
DEBT				\$33,198,737		70%	
TOTAL SOURCES				\$47,426,767		100%	
USES							
DEVELOPMENT BUDGET				\$47,426,767		100%	
PERMANENT LOAN PARAMETERS							
CONSTRUCTION LOAN				\$33,198,737			
EXCESS PROCEEDS REFINANCED				\$0			
REFINANCING COST		1.50%		\$497,981			
PERMANENT LOAN AMOUNT				\$33,696,718			
						CONSTANT	
PERM LOAN INTEREST RATE				5.50%		6.8135%	
PERM LOAN TERM (IN YEARS)				30			
PERM LOAN MONTHLY PAYMENT				\$191,326			
DEBT SERVICE COVERAGE RATIO				1.27			

230 UNITS



**First Tennessee Bank
Commercial Real Estate
1214 Murfreesboro Rd
Franklin, TN 37064**

September 13, 2016

City of Knoxville
Purchasing Division
City/County Building
400 Main Street, Room 667
Knoxville TN 37902

Re: RFP for Former State Supreme Court Site

To Whom It May Concern:

Bristol Development Group has asked for our support for a construction loan for a multifamily development of approximately 200 to 250 units on the former State Supreme Court Site in downtown Knoxville, TN.

We are familiar with downtown Knoxville and are familiar with this site location and its surroundings. We are also familiar with the ongoing evolution of downtown Knoxville into a true live / work / play environment. Urban locations of this nature typically create multifamily communities with lasting value and First Tennessee is eager to be a part of such endeavors.

We are also very familiar with Bristol, having known the principals for many years, and having recently provided construction loans for multifamily communities which they developed in Orlando FL and Birmingham AL.

We are very enthusiastic about this potential development and welcome the opportunity to consider a construction loan for Bristol if they are selected.

Sincerely,

A handwritten signature in blue ink, appearing to read "E. Sullenger".

Eric G. Sullenger
Senior Vice President
Commercial Real Estate Group
First Tennessee Bank
1214 Murfreesboro Road
Franklin, TN 37064
Office 615-791-5236
Cell 615-944-8790

HOTEL

ALOFT DOWNTOWN KNOXVILLE	
LAND	\$1,300,000
FEES & MISCELLANEOUS SOFT COSTS	\$3,800,000
CONSTRUCTION COST HOTEL (110,000 SF @ \$165 PSF)	\$18,150,000
CONSTRUCTION COST PARKING (170 X \$20,000)	\$3,400,000
OWNER FURNISHED MATERIALS	\$3,600,000
CONSULTANTS	\$1,600,000
OPERATIONS	\$950,000
CONTINGENCY (7.5%)	\$2,650,000
PROJECT TOTAL	\$35,450,000

SOURCES & USES	
DEVELOPER EQUITY	\$1,300,000
INVESTOR EQUITY	\$6,700,000
CONSTRUCTION DEBT	\$27,450,000

170 ROOMS



Atlantic Capital

September 14, 2016

Dover Development Corporation
Attn: Mr. Rick Dover
4921 Homberg Drive, Suite B2
Knoxville, TN 37919

RE: Letter of Interest

Dear Rick,

Atlantic Capital Bank is excited about the upcoming opportunity to consider financing the former Tennessee Supreme Court site and surrounding land located in Downtown Knoxville. The proposed partnership with Bristol Development, is a solid strategic step, and something that we are eager to learn more about. Dover Development's proven track record of delivering a high quality finished product is something that provides us with comfort as we explore new opportunities with you. The addition of new apartments with dedicated parking as well as a new Starwood Aloft Hotel will help further redevelop Downtown, and solidify the economic vitality of our community. As always, financing is subject to all normal underwriting conditions and credit approvals by the Bank.

We look forward to learning more about this opportunity with you.

With kindest regards,

Jared Palazzola
Vice President
1111 Northshore Drive, Suite N-600
Knoxville, TN 37919

APPLICABLE PROJECTS

DOVER DEVELOPMENT

- *Farragut Hotel*
- *Alexander Guest House*
- *Oakwood Senior Living*
- *Historic Knoxville High*
- *Northshore Senior Living*

BRISTOL DEVELOPMENT GROUP

First Tennessee Bank has provided construction financing for two recent Bristol multifamily developments:

- *A 272-unit multifamily community in the City of Lake Mary FL (Orlando metropolitan area), completed in 2013*
- *A 271-unit multifamily community in the Highland Park / Forest Park area of Birmingham AL now partially completed and scheduled to be fully completed by the end of 2016.*

Bristol has also utilized the following commercial banks for construction financing in the past five years:

- *Fifth Third Bank*
- *US Bankcorp*
- *Bank of Nashville (Synovus)*

Bristol has completed equity financing transactions with a large number of high net worth individuals and with a number of institutional partners, including among others:

- *Northwestern Mutual Life Insurance Company – Tapestry Brentwood Town Center and Twickenham Square*
- *Bell Partners – Bell Historic Franklin*
- *Preferred Apartment Communities – Park 35 Birmingham AL*
- *Nationwide Insurance – 1700 Midtown*
- *Mid America Apartment Communities, Inc – 220 Riverside Jacksonville FL*
- *Associated Estates – Vista Germantown Nashville*

DESIGN INNOVATION ARCHITECTS

- *Medical Arts Building Knoxville*
- *Lake Plaza Condominiums Knoxville*
- *Tower at Morgan Hill Knoxville*

WHITE LODGING

- *ALoft Louisville Downtown*
- *Hyatt Place Nashville Downtown*
- *Hyatt Place Bloomington Downtown*
- *JW Marriot Austin*

AUBREY'S INC

- *Bistro by the Tracks*
- *Drink*
- *Aubrey's*

MARKET DATA

The following pages include market data for the apartment provided by Axiometrics followed by market data for the hotel provided by STR.

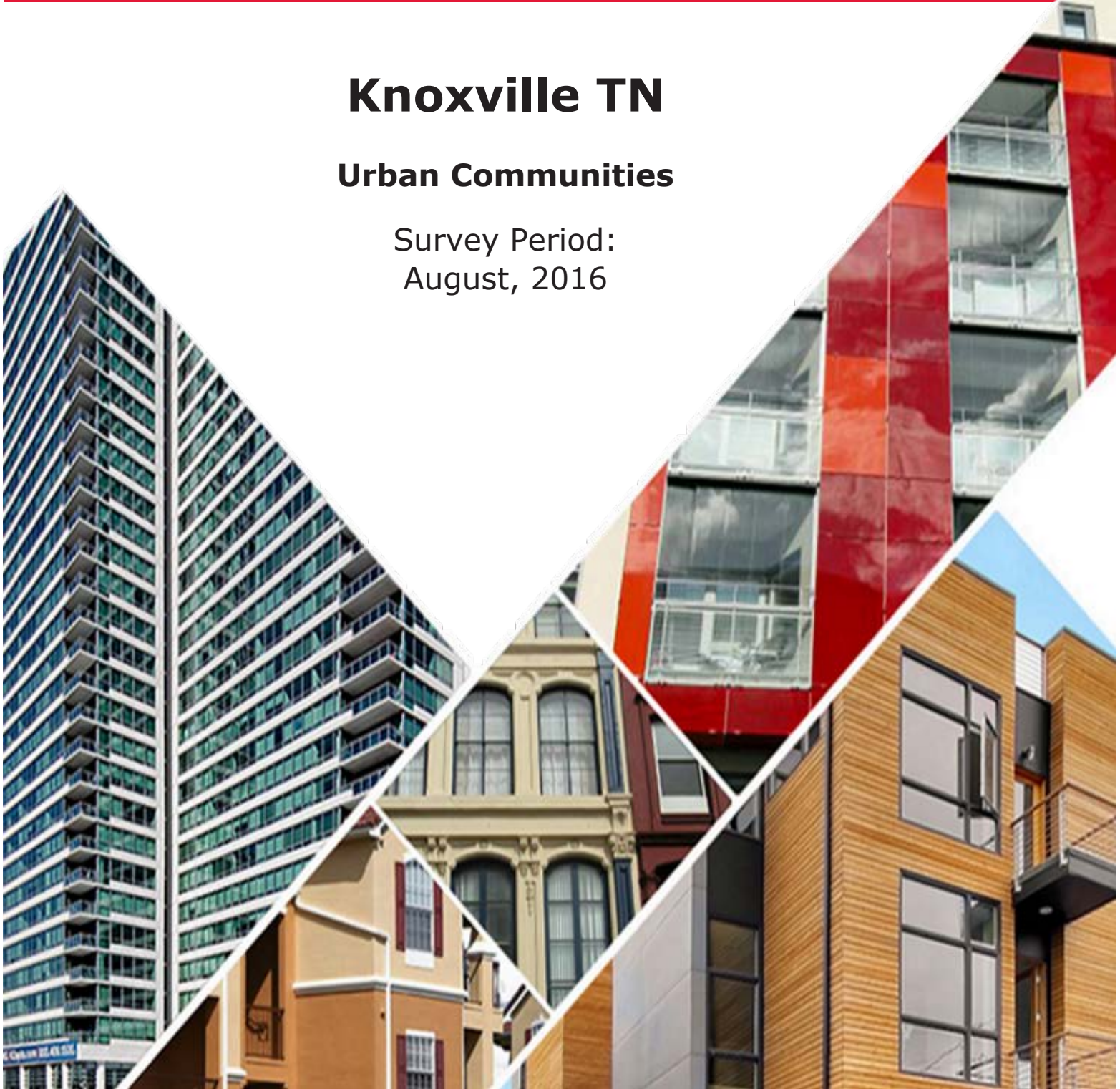


Competitive Pricing Survey

Knoxville TN

Urban Communities

Survey Period:
August, 2016



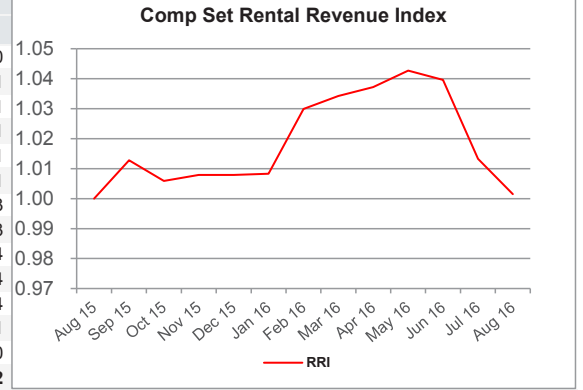
Summary Report

Rental Revenue Index (RRI)

Comps								
Property Name	Address	Levels	Year Built	Unit Qty	Area/Unit	Rent/Unit	Rent/SF	
Crowne at Campus Pointe	2240 Grand Avenue, Knoxville, TN 37916	4	1997	324	1,104	\$1,386	\$1.26	
Marble Alley Lofts*	300 State St, Knoxville, TN 37902	5	2016	248	772	\$1,287	\$1.67	
Medical Arts Building	603 W Main St, Knoxville, TN 37902	10	2014	49	831	\$1,425	\$1.72	
Sterchi Lofts	116 S Gay St, Knoxville, TN 37902	13	1900	100	855	\$1,213	\$1.42	
The Landings Riverfront Apartments*	970 Riverside Forest Way, Knoxville, TN 37915	4	2011	206	949	\$1,250	\$1.32	

*Non-same-store property

Month	Comp Set			
	Effective Rent	Occ	Rental Revenue	RRI
Aug 15	\$1,310	99.5%	\$1,303	1.00
Sep 15	\$1,330	99.3%	\$1,320	1.01
Oct 15	\$1,321	99.3%	\$1,311	1.01
Nov 15	\$1,323	99.3%	\$1,313	1.01
Dec 15	\$1,322	99.4%	\$1,313	1.01
Jan 16	\$1,323	99.4%	\$1,314	1.01
Feb 16	\$1,351	99.4%	\$1,342	1.03
Mar 16	\$1,363	98.9%	\$1,348	1.03
Apr 16	\$1,369	98.7%	\$1,352	1.04
May 16	\$1,370	99.2%	\$1,359	1.04
Jun 16	\$1,371	98.8%	\$1,355	1.04
Jul 16	\$1,367	96.6%	\$1,320	1.01
Aug 16	\$1,353	96.5%	\$1,305	1.00
Average**	\$1,347	98.7%	\$1,329	1.02



**Averages do not include starting month. The data in comp set does not include non same store properties.

1. Effective Rent. Market rent less concessions. 2. Occ. Physical occupancy rate. 3. Rental Revenue. Equals the Effective Rent times the Occ rate. 4. RRI. The first month is the starting month and is assigned a value of 1. The RRI in the second month is the Rental Revenue in the second month divided by the Rental Revenue in the starting month. Thereafter, each month's Rental Revenue is divided by the starting month's Rental Revenue. 5. RRI Comparative Ratio. The product of the Subject's RRI divided by the Comps' RRI. 6. YTD Variance. The Comparative Ratio in each month is divided by the starting month's ratio.

Quarterly Trends

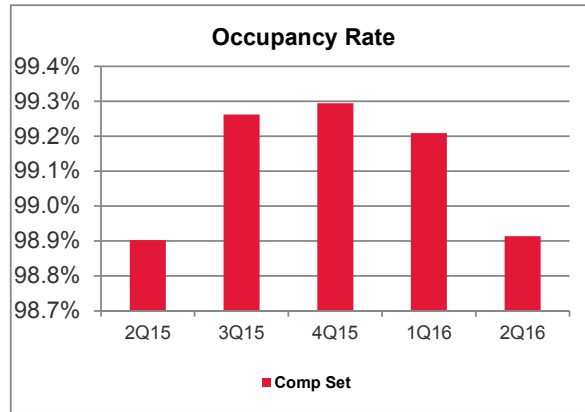
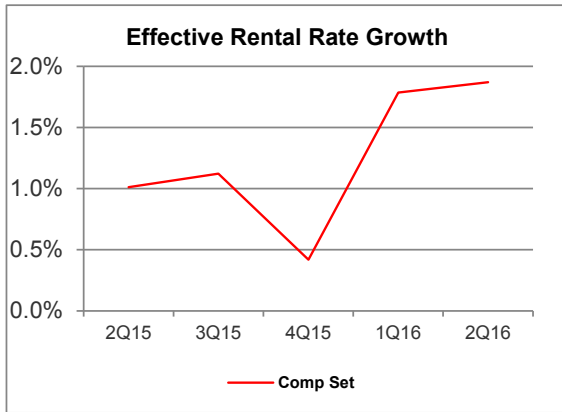
Effective Rent Growth

Comps	Sequential Quarterly Change					Annual Change (2Q15 - 2Q16)
	2Q15	3Q15	4Q15	1Q16	2Q16	
Crowne at Campus Pointe	1.0%	0.9%	0.3%	1.3%	1.2%	3.7%
Marble Alley Lofts **				-2.7%	2.4%	
Medical Arts Building	-1.5%	-4.2%	0.0%	6.1%	2.9%	4.6%
Sterchi Lofts	2.4%	4.4%	1.1%	1.3%	3.4%	10.6%
The Landings Riverfront Apartments **						
Comparables	1.0%	1.1%	0.4%	1.8%	1.9%	

Occupancy Rate

Comps	Average Quarterly Occupancy					Annual Change (2Q15 - 2Q16)
	2Q15	3Q15	4Q15	1Q16	2Q16	
Crowne at Campus Pointe	100.0%	100.0%	100.0%	100.0%	100.0%	0.0%
Marble Alley Lofts **			0.0%	2.0%	21.2%	
Medical Arts Building	99.0%	99.0%	98.7%	99.3%	98.7%	-0.3%
Sterchi Lofts	95.3%	97.0%	97.3%	96.6%	95.5%	0.2%
The Landings Riverfront Apartments **					92.1%	
Comparables	98.9%	99.3%	99.3%	99.2%	98.9%	

** Non-same-store property: Marble Alley Lofts | The Landings Riverfront Apartments



Monthly Trends

Effective Rent	Aug-15	Sep-15	Oct-15	Nov-15	Dec-15	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16
Crowne at Campus Pointe	\$1,347	\$1,370	\$1,358	\$1,358	\$1,358	\$1,360	\$1,375	\$1,393	\$1,393	\$1,393	\$1,393	\$1,386	\$1,386
Medical Arts Building	\$1,327	\$1,327	\$1,327	\$1,327	\$1,327	\$1,327	\$1,448	\$1,448	\$1,448	\$1,447	\$1,451	\$1,465	\$1,425
Sterchi Lofts	\$1,182	\$1,200	\$1,196	\$1,208	\$1,200	\$1,200	\$1,224	\$1,225	\$1,255	\$1,260	\$1,260	\$1,258	\$1,213
Marble Alley Lofts		\$1,232	\$1,232	\$1,235	\$1,344	\$1,240	\$1,235	\$1,234	\$1,241	\$1,268	\$1,287	\$1,394	\$1,287
The Landings Riverfront Apartments									\$1,264	\$1,264	\$1,250	\$1,250	\$1,250

Occupancy Rate	Aug-15	Sep-15	Oct-15	Nov-15	Dec-15	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16
Crowne at Campus Pointe	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Medical Arts Building	99.0%	99.0%	99.0%	99.0%	98.2%	97.8%	100.0%	100.0%	99.0%	99.0%	98.0%	77.6%	78.0%
Sterchi Lofts	98.0%	97.0%	97.0%	97.0%	98.0%	98.0%	97.0%	94.7%	94.4%	96.5%	95.5%	95.0%	94.0%
Marble Alley Lofts		0.0%	0.0%	0.0%	0.0%	0.0%	0.0%	6.0%	14.0%	21.0%	28.6%	38.0%	57.0%
The Landings Riverfront Apartments									91.0%	92.2%	93.0%	92.1%	96.0%

Prelease	Aug-15	Sep-15	Oct-15	Nov-15	Dec-15	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16
Crowne at Campus Pointe	100.0%	100.0%	S	S	S	S	S	S	S	S	S	S	100.0%
Medical Arts Building	W	W	W	W	W	W	S	S	W	W	W	S	W
Sterchi Lofts	S	S	W	S	S	S	S	S	W	94.0%	W	S	S
Marble Alley Lofts		12.9%	15.0%	15.0%	16.0%	16.0%	22.0%	30.0%	40.0%	52.8%	64.1%	70.0%	78.0%
The Landings Riverfront Apartments									S	W	90.0%	W	97.8%

Survey Date	Aug-15	Sep-15	Oct-15	Nov-15	Dec-15	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16
Crowne at Campus Pointe	11-Aug	10-Sep	12-Oct	04-Nov	14-Dec	11-Jan	22-Feb	30-Mar	20-Apr	16-May	02-Jun	21-Jul	17-Aug
Medical Arts Building	24-Aug		29-Oct				11-Feb	22-Mar		24-May	16-Jun	13-Jul	29-Aug
Sterchi Lofts	21-Aug	08-Sep	22-Oct	16-Nov	08-Dec	19-Jan	17-Feb	30-Mar	02-May	24-May	16-Jun	07-Jul	01-Aug
Marble Alley Lofts		16-Sep	07-Oct	10-Nov	17-Dec	05-Jan	05-Feb	16-Mar	07-Apr	09-May	07-Jun	07-Jul	08-Aug
The Landings Riverfront Apartments									13-Apr		02-Jun		23-Aug

Status	Aug-15	Sep-15	Oct-15	Nov-15	Dec-15	Jan-16	Feb-16	Mar-16	Apr-16	May-16	Jun-16	Jul-16	Aug-16
Crowne at Campus Pointe	S	S	S	S	S	S	S	S	S	S	S	S	S
Medical Arts Building	W	W	W	W	W	W	S	S	W	W	W	S	W
Sterchi Lofts	S	S	W	S	S	S	S	S	W	S	W	S	S
Marble Alley Lofts		U/L	U/L	U/L	U/L	U/L	U/L	U/L	U/L	U/L	U/L	U/L	L
The Landings Riverfront Apartments									S	W	S	W	S

Survey Dates: The date the property was successfully surveyed for rental rates, concessions, and occupancy rate. If the property did not respond to the survey, no survey date is shown. The results are defaulted to the last survey completed.

Property Status: S: Stabilized; W: Would not disclose occupancy rate, defaults to submarket average; U: Under construction; L: Lease up; U/L: Under construction/Lease up; R: Rehabilitation; SEH: Senior housing; STH: Student housing; T: Tax credit; NS: Not Survey Yet

Floor Plan Summary

Sorted by Square Footage			Effective		Trend		
0 Bed / 1 Bath	Units	S.F.	Rent	Rent/S.F.	Month	Quarter	Year
Marble Alley Lofts	20	500	\$913	\$1.83	-7.6%	3.0%	
Medical Arts Building	1	574	\$1,250	\$2.18	0.0%	32.4%	-13.0%
Sterchi Lofts	10	600	\$930	\$1.55	0.0%	0.9%	9.0%
Average		534	\$929	\$1.74	-2.5%	12.1%	-1.9%
1 Bed / 1 Bath	Units	S.F.	Rent	Rent/S.F.	Month	Quarter	Year
Crowne at Campus Pointe	6	421	\$845	\$2.01	0.0%	1.6%	3.2%
Medical Arts Building	9	523	\$1,200	\$2.29	0.0%	0.7%	-2.5%
Sterchi Lofts	40	595	\$955	\$1.61	0.0%	0.7%	10.9%
Marble Alley Lofts	38	596	\$1,089	\$1.83	-7.6%	7.1%	
Crowne at Campus Pointe	6	623	\$895	\$1.44	0.0%	1.5%	3.0%
Medical Arts Building	1	664	\$1,350	\$2.03	1.8%	0.6%	3.4%
Marble Alley Lofts	60	670	\$1,195	\$1.78	-7.6%	7.1%	
Medical Arts Building	1	670	\$1,325	\$1.98	0.0%	1.2%	-2.3%
The Landings Riverfront Apartments	29	700	\$900	\$1.29	0.0%	-5.2%	
The Landings Riverfront Apartments	29	700	\$950	\$1.36	0.0%	0.0%	
Medical Arts Building	1	726	\$1,425	\$1.96	0.0%	1.1%	7.6%
Marble Alley Lofts	52	727	\$1,172	\$1.61	-7.6%	3.0%	
Marble Alley Lofts	3	742	\$1,213	\$1.63	-7.6%	7.1%	
Medical Arts Building	9	804	\$1,350	\$1.68	-11.1%	1.1%	1.0%
Crowne at Campus Pointe	12	814	\$1,025	\$1.26	0.0%	0.0%	2.3%
Crowne at Campus Pointe	12	850	\$1,075	\$1.26	0.0%	0.0%	5.7%
Average		673	\$1,078	\$1.60	-2.5%	1.7%	3.2%
2 Bed / 1 Bath	Units	S.F.	Rent	Rent/S.F.	Month	Quarter	Year
Sterchi Lofts	26	900	\$1,300	\$1.44	-8.7%	-2.3%	8.6%
Average		900	\$1,300	\$1.44	-8.7%	-2.3%	8.6%
2 Bed / 2 Bath	Units	S.F.	Rent	Rent/S.F.	Month	Quarter	Year
The Landings Riverfront Apartments	29	900	\$1,200	\$1.33	0.0%	-4.0%	
The Landings Riverfront Apartments	29	900	\$1,250	\$1.39	0.0%	4.1%	
Medical Arts Building	9	916	\$1,575	\$1.72	0.0%	-1.0%	4.9%
Medical Arts Building	9	935	\$1,350	\$1.44	-3.5%	-1.4%	-2.7%
Marble Alley Lofts	27	952	\$1,587	\$1.67	-7.6%	7.1%	
Crowne at Campus Pointe	52	981	\$1,290	\$1.31	0.0%	1.0%	3.9%
Medical Arts Building	8	996	\$1,650	\$1.66	0.0%	-1.9%	2.3%
Marble Alley Lofts	39	1,083	\$1,670	\$1.54	-7.6%	7.0%	
Crowne at Campus Pointe	78	1,148	\$1,200	\$1.05	0.0%	-4.1%	1.9%
Marble Alley Lofts	1	1,157	\$1,587	\$1.37	-7.6%	1.4%	
Sterchi Lofts	8	1,160	\$1,300	\$1.12	-10.3%	-3.9%	6.4%
Crowne at Campus Pointe	52	1,182	\$1,320	\$1.12	0.0%	1.0%	3.1%
Marble Alley Lofts	8	1,187	\$1,725	\$1.45	-7.7%	6.5%	
Average		1,050	\$1,357	\$1.29	-3.4%	0.9%	2.8%
3 Bed / 2 Bath	Units	S.F.	Rent	Rent/S.F.	Month	Quarter	Year
The Landings Riverfront Apartments	30	1,122	\$1,450	\$1.29	0.0%	0.0%	
Sterchi Lofts	11	1,180	\$1,600	\$1.36	0.0%	0.0%	6.5%
Crowne at Campus Pointe	12	1,319	\$1,770	\$1.34	0.0%	0.5%	3.5%
Medical Arts Building	1	1,493	\$1,995	\$1.34	0.0%	0.0%	0.0%
Average		1,184	\$1,562	\$1.32	0.0%	0.1%	3.3%
3 Bed / 3 Bath	Units	S.F.	Rent	Rent/S.F.	Month	Quarter	Year
The Landings Riverfront Apartments	30	1,150	\$1,500	\$1.30	0.0%	-3.2%	
The Landings Riverfront Apartments	30	1,150	\$1,475	\$1.28	0.0%	0.0%	
Crowne at Campus Pointe	82	1,188	\$1,710	\$1.44	0.0%	0.5%	3.6%
Crowne at Campus Pointe	12	1,352	\$1,875	\$1.39	0.0%	0.5%	3.4%
Average		1,185	\$1,636	\$1.38	0.0%	-0.5%	3.5%
4 Bed / 3 Bath	Units	S.F.	Rent	Rent/S.F.	Month	Quarter	Year
Sterchi Lofts	5	2,000	\$2,400	\$1.20	0.0%	5.9%	7.6%
Average		2,000	\$2,400	\$1.20	0.0%	5.9%	7.6%

Unit Type Summary

Sorted by Square Footage				Sorted by Rent				Sorted by Rent/S.F.			
0 Bed / 1 Bath	S.F.	Rent	R.S.F.	0 Bed / 1 Bath	S.F.	Rent	R.S.F.	0 Bed / 1 Bath	S.F.	Rent	R.S.F.
Marble Alley Lofts	500	\$913	\$1.83	Marble Alley Lofts	500	\$913	\$1.83	Sterchi Lofts	600	\$930	\$1.55
Medical Arts Building	574	\$1,250	\$2.18	Sterchi Lofts	600	\$930	\$1.55	Marble Alley Lofts	500	\$913	\$1.83
Sterchi Lofts	600	\$930	\$1.55	Medical Arts Building	574	\$1,250	\$2.18	Medical Arts Building	574	\$1,250	\$2.18
Average	534	\$929	\$1.74	Average	534	\$929	\$1.74	Average	534	\$929	\$1.74
1 Bed / 1 Bath	S.F.	Rent	R.S.F.	1 Bed / 1 Bath	S.F.	Rent	R.S.F.	1 Bed / 1 Bath	S.F.	Rent	R.S.F.
Crowne at Campus Point	421	\$845	\$2.01	Crowne at Campus Point	421	\$845	\$2.01	Crowne at Campus Point	814	\$1,025	\$1.26
Medical Arts Building	523	\$1,200	\$2.29	Crowne at Campus Point	623	\$895	\$1.44	Crowne at Campus Point	850	\$1,075	\$1.26
Sterchi Lofts	595	\$955	\$1.61	The Landings Riverfront /	700	\$900	\$1.29	The Landings Riverfront /	700	\$900	\$1.29
Marble Alley Lofts	596	\$1,089	\$1.83	The Landings Riverfront /	700	\$950	\$1.36	The Landings Riverfront /	700	\$950	\$1.36
Crowne at Campus Point	623	\$895	\$1.44	Sterchi Lofts	595	\$955	\$1.61	Crowne at Campus Point	623	\$895	\$1.44
Medical Arts Building	664	\$1,350	\$2.03	Crowne at Campus Point	814	\$1,025	\$1.26	Sterchi Lofts	595	\$955	\$1.61
Medical Arts Building	670	\$1,325	\$1.98	Crowne at Campus Point	850	\$1,075	\$1.26	Marble Alley Lofts	727	\$1,172	\$1.61
Marble Alley Lofts	670	\$1,195	\$1.78	Marble Alley Lofts	596	\$1,089	\$1.83	Marble Alley Lofts	742	\$1,213	\$1.63
The Landings Riverfront /	700	\$900	\$1.29	Marble Alley Lofts	727	\$1,172	\$1.61	Medical Arts Building	804	\$1,350	\$1.68
The Landings Riverfront /	700	\$950	\$1.36	Marble Alley Lofts	670	\$1,195	\$1.78	Marble Alley Lofts	670	\$1,195	\$1.78
Medical Arts Building	726	\$1,425	\$1.96	Medical Arts Building	523	\$1,200	\$2.29	Marble Alley Lofts	596	\$1,089	\$1.83
Marble Alley Lofts	727	\$1,172	\$1.61	Marble Alley Lofts	742	\$1,213	\$1.63	Medical Arts Building	726	\$1,425	\$1.96
Marble Alley Lofts	742	\$1,213	\$1.63	Medical Arts Building	670	\$1,325	\$1.98	Medical Arts Building	670	\$1,325	\$1.98
Medical Arts Building	804	\$1,350	\$1.68	Medical Arts Building	664	\$1,350	\$2.03	Crowne at Campus Point	421	\$845	\$2.01
Crowne at Campus Point	814	\$1,025	\$1.26	Medical Arts Building	804	\$1,350	\$1.68	Medical Arts Building	664	\$1,350	\$2.03
Crowne at Campus Point	850	\$1,075	\$1.26	Medical Arts Building	726	\$1,425	\$1.96	Medical Arts Building	523	\$1,200	\$2.29
Average	673	\$1,078	\$1.60	Average	673	\$1,078	\$1.60	Average	673	\$1,078	\$1.60
2 Bed / 1 Bath	S.F.	Rent	R.S.F.	2 Bed / 1 Bath	S.F.	Rent	R.S.F.	2 Bed / 1 Bath	S.F.	Rent	R.S.F.
Sterchi Lofts	900	\$1,300	\$1.44	Sterchi Lofts	900	\$1,300	\$1.44	Sterchi Lofts	900	\$1,300	\$1.44
Average	900	\$1,300	\$1.44	Average	900	\$1,300	\$1.44	Average	900	\$1,300	\$1.44
2 Bed / 2 Bath	S.F.	Rent	R.S.F.	2 Bed / 2 Bath	S.F.	Rent	R.S.F.	2 Bed / 2 Bath	S.F.	Rent	R.S.F.
The Landings Riverfront /	900	\$1,200	\$1.33	Crowne at Campus Point	1,148	\$1,200	\$1.05	Crowne at Campus Point	1,148	\$1,200	\$1.05
The Landings Riverfront /	900	\$1,250	\$1.39	The Landings Riverfront /	900	\$1,200	\$1.33	Crowne at Campus Point	1,182	\$1,320	\$1.12
Medical Arts Building	916	\$1,575	\$1.72	The Landings Riverfront /	900	\$1,250	\$1.39	Sterchi Lofts	1,160	\$1,300	\$1.12
Medical Arts Building	935	\$1,350	\$1.44	Crowne at Campus Point	981	\$1,290	\$1.31	Crowne at Campus Point	981	\$1,290	\$1.31
Marble Alley Lofts	952	\$1,587	\$1.67	Sterchi Lofts	1,160	\$1,300	\$1.12	The Landings Riverfront /	900	\$1,200	\$1.33
Crowne at Campus Point	981	\$1,290	\$1.31	Crowne at Campus Point	1,182	\$1,320	\$1.12	Marble Alley Lofts	1,157	\$1,587	\$1.37
Medical Arts Building	996	\$1,650	\$1.66	Crowne at Campus Point	935	\$1,350	\$1.44	The Landings Riverfront /	900	\$1,250	\$1.39
Marble Alley Lofts	1,083	\$1,670	\$1.54	Medical Arts Building	916	\$1,575	\$1.72	Medical Arts Building	935	\$1,350	\$1.44
Crowne at Campus Point	1,148	\$1,200	\$1.05	Marble Alley Lofts	1,157	\$1,587	\$1.37	Marble Alley Lofts	1,187	\$1,725	\$1.45
Marble Alley Lofts	1,157	\$1,587	\$1.37	Marble Alley Lofts	952	\$1,587	\$1.67	Marble Alley Lofts	1,083	\$1,670	\$1.54
Sterchi Lofts	1,160	\$1,300	\$1.12	Medical Arts Building	996	\$1,650	\$1.66	Medical Arts Building	996	\$1,650	\$1.66
Crowne at Campus Point	1,182	\$1,320	\$1.12	Marble Alley Lofts	1,083	\$1,670	\$1.54	Marble Alley Lofts	952	\$1,587	\$1.67
Marble Alley Lofts	1,187	\$1,725	\$1.45	Marble Alley Lofts	1,187	\$1,725	\$1.45	Medical Arts Building	916	\$1,575	\$1.72
Average	1,050	\$1,357	\$1.29	Average	1,050	\$1,357	\$1.29	Average	1,050	\$1,357	\$1.29
3 Bed / 2 Bath	S.F.	Rent	R.S.F.	3 Bed / 2 Bath	S.F.	Rent	R.S.F.	3 Bed / 2 Bath	S.F.	Rent	R.S.F.
The Landings Riverfront /	1,122	\$1,450	\$1.29	The Landings Riverfront /	1,122	\$1,450	\$1.29	The Landings Riverfront /	1,122	\$1,450	\$1.29
Sterchi Lofts	1,180	\$1,600	\$1.36	Sterchi Lofts	1,180	\$1,600	\$1.36	Medical Arts Building	1,493	\$1,995	\$1.34
Crowne at Campus Point	1,319	\$1,770	\$1.34	Crowne at Campus Point	1,319	\$1,770	\$1.34	Crowne at Campus Point	1,319	\$1,770	\$1.34
Medical Arts Building	1,493	\$1,995	\$1.34	Medical Arts Building	1,493	\$1,995	\$1.34	Sterchi Lofts	1,180	\$1,600	\$1.36
Average	1,184	\$1,562	\$1.32	Average	1,184	\$1,562	\$1.32	Average	1,184	\$1,562	\$1.32
3 Bed / 3 Bath	S.F.	Rent	R.S.F.	3 Bed / 3 Bath	S.F.	Rent	R.S.F.	3 Bed / 3 Bath	S.F.	Rent	R.S.F.
The Landings Riverfront /	1,150	\$1,500	\$1.30	The Landings Riverfront /	1,150	\$1,475	\$1.28	The Landings Riverfront /	1,150	\$1,475	\$1.28
The Landings Riverfront /	1,150	\$1,475	\$1.28	The Landings Riverfront /	1,150	\$1,500	\$1.30	The Landings Riverfront /	1,150	\$1,500	\$1.30
Crowne at Campus Point	1,188	\$1,710	\$1.44	Crowne at Campus Point	1,188	\$1,710	\$1.44	Crowne at Campus Point	1,352	\$1,875	\$1.39
Crowne at Campus Point	1,352	\$1,875	\$1.39	Crowne at Campus Point	1,352	\$1,875	\$1.39	Crowne at Campus Point	1,188	\$1,710	\$1.44
Average	1,185	\$1,636	\$1.38	Average	1,185	\$1,636	\$1.38	Average	1,185	\$1,636	\$1.38
4 Bed / 3 Bath	S.F.	Rent	R.S.F.	4 Bed / 3 Bath	S.F.	Rent	R.S.F.	4 Bed / 3 Bath	S.F.	Rent	R.S.F.
Sterchi Lofts	2,000	\$2,400	\$1.20	Sterchi Lofts	2,000	\$2,400	\$1.20	Sterchi Lofts	2,000	\$2,400	\$1.20
Average	2,000	\$2,400	\$1.20	Average	2,000	\$2,400	\$1.20	Average	2,000	\$2,400	\$1.20

Unit Mix

Name: Crowne at Campus Pointe
Address: 2240 Grand Avenue, Knoxville, TN 37916
Phone: 865-633-9422
Manager: Crowne Partners
Website: Click here
Estimated Unit Mix: Actual

MSA Name: Knoxville, TN
Submarket Name: Central/Southeast
Survey Date: 8/17/2016
Daily Pricing:
Submarket Asset Grade: B+
Asset Grade in Submarket: A
Asset Grade in Market: A+



Property Level Information

Total Units: 324	Occupancy: 100%	Status: Stabilized	Year Built: 1997
Market Rate Units: 324	Asking Rent/Unit: \$1,386	Effective Rent/Unit: \$1,386	Concession (\$): \$0
Area/Unit: 1,104	Asking Rent/SqFt: \$1.26	Effective Rent/SqFt: \$1.26	Concession (%): 0.0%
Levels: 4			

Floor Plan Pricing Information

(1)			Market Rent(2)				Effective Rent(3)				Conc. Values	
BD/FB/PB	Area	Qty	Rent1	Rent2	Average	\$ PSF	Rent1	Rent2	Average	\$ PSF	\$	%
1/1/0	421	6	\$845		\$845	\$2.01	\$845		\$845	\$2.01		
1/1/0	623	6	\$895		\$895	\$1.44	\$895		\$895	\$1.44		
1/1/0	814	12	\$1,025		\$1,025	\$1.26	\$1,025		\$1,025	\$1.26		
1/1/0	850	12	\$1,075		\$1,075	\$1.26	\$1,075		\$1,075	\$1.26		
2/2/0	981	52	\$1,290		\$1,290	\$1.31	\$1,290		\$1,290	\$1.31		
2/2/0	1,148	78	\$1,200		\$1,200	\$1.05	\$1,200		\$1,200	\$1.05		
2/2/0	1,182	52	\$1,320		\$1,320	\$1.12	\$1,320		\$1,320	\$1.12		
3/2/0	1,319	12	\$1,770		\$1,770	\$1.34	\$1,770		\$1,770	\$1.34		
3/3/0	1,188	82	\$1,710		\$1,710	\$1.44	\$1,710		\$1,710	\$1.44		
3/3/0	1,352	12	\$1,875		\$1,875	\$1.39	\$1,875		\$1,875	\$1.39		

Floor Plan Concessions

(1)				Month Free	Dollar Off	Dollar Off	Month Free	Dollar Off	Dollar	Dollar	Leasing	
BD/FB/PB	Area	Qty		Upfront	Upfront1	Upfront2	Prorated	Prorated	Reduced 1	Reduced 2	Term	Conc. Term
1/1/0	421	6									12	12
1/1/0	623	6									12	12
1/1/0	814	12									12	12
1/1/0	850	12									12	12
2/2/0	981	52									12	12
2/2/0	1,148	78									12	12
2/2/0	1,182	52									12	12
3/2/0	1,319	12									12	12
3/3/0	1,188	82									12	12
3/3/0	1,352	12									12	12

Note:

(1) Affordable units are indicated by * sign. L: Loft. D: Den. T: Town Home

(2) Before concessions

(3) After concessions

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Unit Mix

Name: Marble Alley Lofts
Address: 300 State St, Knoxville, TN 37902
Phone: 865-544-1193
Manager: Ram Partners, LLC.
Website: Click here
Estimated Unit Mix: Actual

MSA Name: Knoxville, TN
Submarket Name: Central/Southeast
Survey Date: 8/8/2016
Daily Pricing:
Submarket Asset Grade: B+
Asset Grade in Submarket: B
Asset Grade in Market: A+



Property Level Information

Total Units: 248	Occupancy: 57%	Status: Lease-Up	Year Built: 2016
Market Rate Units: 248	Asking Rent/Unit: \$1,394	Effective Rent/Unit: \$1,287	Concession (\$): \$107
Area/Unit: 772	Asking Rent/SqFt: \$1.81	Effective Rent/SqFt: \$1.67	Concession (%): 8.0%
Levels: 5			

Floor Plan Pricing Information

(1)			Market Rent(2)				Effective Rent(3)				Conc. Values	
BD/FB/PB	Area	Qty	Rent1	Rent2	Average	\$ PSF	Rent1	Rent2	Average	\$ PSF	\$	%
0/1/0	500	20	\$974	\$1,004	\$989	\$1.98	\$899	\$927	\$913	\$1.83	\$76	7.7%
1/1/0	596	38	\$1,119	\$1,239	\$1,179	\$1.98	\$1,033	\$1,144	\$1,089	\$1.83	\$91	7.7%
1/1/0	670	60	\$1,259	\$1,329	\$1,294	\$1.93	\$1,162	\$1,227	\$1,195	\$1.78	\$100	7.7%
1/1/0	727	52	\$1,249	\$1,289	\$1,269	\$1.75	\$1,153	\$1,190	\$1,172	\$1.61	\$98	7.7%
1/1/0	742	3	\$1,309	\$1,319	\$1,314	\$1.77	\$1,208	\$1,218	\$1,213	\$1.63	\$101	7.7%
2/2/0	952	27	\$1,654	\$1,784	\$1,719	\$1.81	\$1,527	\$1,647	\$1,587	\$1.67	\$132	7.7%
2/2/0	1,083	39	\$1,779	\$1,839	\$1,809	\$1.67	\$1,642	\$1,698	\$1,670	\$1.54	\$139	7.7%
2/2/0	1,157	1	\$1,654	\$1,784	\$1,719	\$1.49	\$1,527	\$1,647	\$1,587	\$1.37	\$132	7.7%
2/2/0	1,187	8	\$1,859	\$1,879	\$1,869	\$1.57	\$1,716	\$1,734	\$1,725	\$1.45	\$144	7.7%

Floor Plan Concessions

(1)			Month Free	Dollar Off	Dollar Off	Month Free	Dollar Off	Dollar	Dollar	Leasing	Conc. Term
BD/FB/PB	Area	Qty	Upfront	Upfront1	Upfront2	Prorated	Prorated	Reduced 1	Reduced 2	Term	
0/1/0	500	20	1.0							13	1
1/1/0	596	38	1.0							13	1
1/1/0	670	60	1.0							13	1
1/1/0	727	52	1.0							13	1
1/1/0	742	3	1.0							13	1
2/2/0	952	27	1.0							13	1
2/2/0	1,083	39	1.0							13	1
2/2/0	1,157	1	1.0							13	1
2/2/0	1,187	8	1.0							13	1

Note:

(1) Affordable units are indicated by * sign. L: Loft. D: Den. T: Town Home

(2) Before concessions

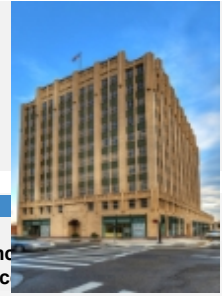
(3) After concessions

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Unit Mix

Name: Medical Arts Building
Address: 603 W Main St, Knoxville, TN 37902
Phone: 865-673-6600
Manager: University Real Estate
Website: Click here
Estimated Unit Mix: Actual

MSA Name: Knoxville, TN
Submarket Name: Central/Southeast
Survey Date: 8/29/2016
Daily Pricing:
Submarket Asset Grade: B+
Asset Grade in Submarket: A
Asset Grade in Market: A++



Property Level Information

Total Units: 49
Market Rate Units: 49
Area/Unit: 831
Levels: 10
Occupancy: 78%
Asking Rent/Unit: \$1,425
Asking Rent/SqFt: \$1.72
Status: Stabilized
Effective Rent/Unit: \$1,425
Effective Rent/SqFt: \$1.72

Conc
 Conc

Floor Plan Pricing Information

(1)			Market Rent(2)				Effective Rent(3)				Conc. Values	
BD/FB/PB	Area	Qty	Rent1	Rent2	Average	\$ PSF	Rent1	Rent2	Average	\$ PSF	\$	%
0/1/0	574	1	\$1,250		\$1,250	\$2.18	\$1,250		\$1,250	\$2.18		
1/1/0	523	9	\$1,200		\$1,200	\$2.29	\$1,200		\$1,200	\$2.29		
1/1/0	664	1	\$1,350		\$1,350	\$2.03	\$1,350		\$1,350	\$2.03		
1/1/0	670	1	\$1,325		\$1,325	\$1.98	\$1,325		\$1,325	\$1.98		
1/1/0	726	1	\$1,425		\$1,425	\$1.96	\$1,425		\$1,425	\$1.96		
1/1/0	804	9	\$1,350		\$1,350	\$1.68	\$1,350		\$1,350	\$1.68		
2/2/0	916	9	\$1,575		\$1,575	\$1.72	\$1,575		\$1,575	\$1.72		
2/2/0	935	9	\$1,350		\$1,350	\$1.44	\$1,350		\$1,350	\$1.44		
2/2/0	996	8	\$1,650		\$1,650	\$1.66	\$1,650		\$1,650	\$1.66		
3/2/0	1,493	1	\$1,995		\$1,995	\$1.34	\$1,995		\$1,995	\$1.34		

Floor Plan Concessions

(1)				Month Free	Dollar Off	Dollar Off	Month Free	Dollar Off	Dollar	Dollar	Leasing	
BD/FB/PB	Area	Qty		Upfront	Upfront1	Upfront2	Prorated	Prorated	Reduced 1	Reduced 2	Term	Conc. Term
0/1/0	574	1									12	12
1/1/0	523	9									12	12
1/1/0	664	1									12	12
1/1/0	670	1									12	12
1/1/0	726	1									12	12
1/1/0	804	9									12	12
2/2/0	916	9									12	12
2/2/0	935	9									12	12
2/2/0	996	8									12	12
3/2/0	1,493	1									12	12

Note:

(1) Affordable units are indicated by * sign. L: Loft. D: Den. T: Town Home

(2) Before concessions

(3) After concessions

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Unit Mix

Name: Sterchi Lofts
Address: 116 S Gay St, Knoxville, TN 37902
Phone: 865-673-6300
Manager: Terminus Real Estate
Website:
Estimated Unit Mix: Actual

MSA Name: Knoxville, TN
Submarket Name: Central/Southeast
Survey Date: 8/1/2016
Daily Pricing:
Submarket Asset Grade: B+
Asset Grade in Submarket: B
Asset Grade in Market: A-



Property Level Information

Total Units: 100	Occupancy: 94%	Status: Stabilized	Year Built: 1900
Market Rate Units: 100	Asking Rent/Unit: \$1,258	Effective Rent/Unit: \$1,213	Concession (\$): \$45
Area/Unit: 855	Asking Rent/SqFt: \$1.47	Effective Rent/SqFt: \$1.42	Concession (%): 4.0%
Levels: 13			

Floor Plan Pricing Information

(1)			Market Rent(2)				Effective Rent(3)				Conc. Values	
BD/FB/PB	Area	Qty	Rent1	Rent2	Average	\$ PSF	Rent1	Rent2	Average	\$ PSF	\$	%
0/1/0	600	10	\$930		\$930	\$1.55	\$930		\$930	\$1.55		
1/1/0	595	40	\$930	\$980	\$955	\$1.61	\$930	\$980	\$955	\$1.61		
2/1/0	900	26	\$1,400	\$1,450	\$1,425	\$1.58	\$1,300	\$1,300	\$1,300	\$1.44	\$125	8.8%
2/2/0	1,160	8	\$1,450		\$1,450	\$1.25	\$1,300		\$1,300	\$1.12	\$150	10.3%
3/2/0	1,180	11	\$1,600		\$1,600	\$1.36	\$1,600		\$1,600	\$1.36		
4/3/0	2,000	5	\$2,400		\$2,400	\$1.20	\$2,400		\$2,400	\$1.20		

Floor Plan Concessions

(1)				Month Free	Dollar Off	Dollar Off	Month Free	Dollar Off	Dollar	Dollar	Leasing	
BD/FB/PB	Area	Qty		Upfront	Upfront1	Upfront2	Prorated	Prorated	Reduced 1	Reduced 2	Term	Conc. Term
0/1/0	600	10									12	12
1/1/0	595	40									12	12
2/1/0	900	26							\$1,200	\$1,800	12	12
2/2/0	1,160	8							\$1,800		12	12
3/2/0	1,180	11									12	12
4/3/0	2,000	5									12	12

Note:

(1) Affordable units are indicated by * sign. L: Loft. D: Den. T: Town Home

(2) Before concessions

(3) After concessions

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Unit Mix

Name: The Landings Riverfront Apartments
Address: 970 Riverside Forest Way, Knoxville, TN 37915
Phone: 865-249-8065
Manager: Evergreen Real Estate
Website: Click here
Estimated Unit Mix: Straight line

MSA Name: Knoxville, TN
Submarket Name: Central/Southeast
Survey Date: 8/23/2016
Daily Pricing:
Submarket Asset Grade: B+
Asset Grade in Submarket: B
Asset Grade in Market: A



Property Level Information

Total Units: 206	Occupancy: 96%	Status: Stabilized	Year Built: 2011
Market Rate Units: 206	Asking Rent/Unit: \$1,250	Effective Rent/Unit: \$1,250	Concession (\$): \$0
Area/Unit: 949	Asking Rent/SqFt: \$1.32	Effective Rent/SqFt: \$1.32	Concession (%): 0.0%
Levels: 4			

Floor Plan Pricing Information

(1)			Market Rent(2)				Effective Rent(3)				Conc. Values	
BD/FB/PB	Area	Qty	Rent1	Rent2	Average	\$ PSF	Rent1	Rent2	Average	\$ PSF	\$	%
1/1/0	700	29	\$900		\$900	\$1.29	\$900		\$900	\$1.29		
1/1/0	700	29	\$950		\$950	\$1.36	\$950		\$950	\$1.36		
2/2/0	900	29	\$1,200		\$1,200	\$1.33	\$1,200		\$1,200	\$1.33		
2/2/0	900	29	\$1,250		\$1,250	\$1.39	\$1,250		\$1,250	\$1.39		
3/2/0	1,122	30	\$1,450		\$1,450	\$1.29	\$1,450		\$1,450	\$1.29		
3/3/0	1,150	30	\$1,500		\$1,500	\$1.30	\$1,500		\$1,500	\$1.30		
3/3/0	1,150	30	\$1,475		\$1,475	\$1.28	\$1,475		\$1,475	\$1.28		

Floor Plan Concessions

(1)			Month Free	Dollar Off	Dollar Off	Month Free	Dollar Off	Dollar	Dollar	Leasing	Conc. Values	
BD/FB/PB	Area	Qty	Upfront	Upfront1	Upfront2	Prorated	Prorated	Reduced 1	Reduced 2	Term	\$	%
1/1/0	700	29								12		12
1/1/0	700	29								12		12
2/2/0	900	29								12		12
2/2/0	900	29								12		12
3/2/0	1,122	30								12		12
3/3/0	1,150	30								12		12
3/3/0	1,150	30								12		12

Note:

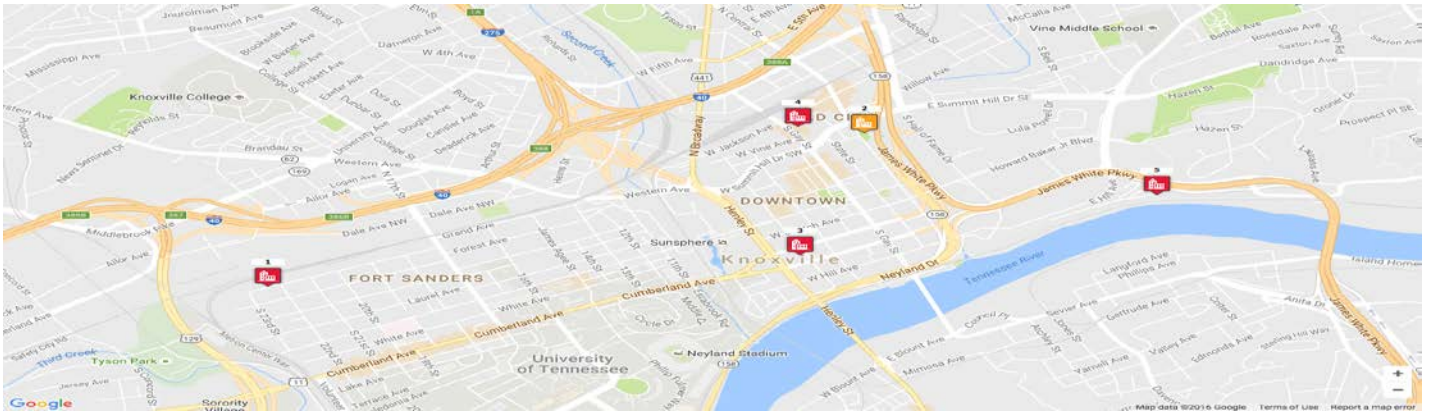
(1) Affordable units are indicated by * sign. L: Loft. D: Den. T: Town Home

(2) Before concessions

(3) After concessions

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Property Map



#	Property Name	Address	Year	Units	Level	Area	ERPU	ERPSF	Occ
1	Crowne at Campus Pointe	2240 Grand Avenue, Knoxville, TN 37916	1997	324	4	1,104	\$1,386	\$1.25	100%
2	Marble Alley Lofts	300 State St, Knoxville, TN 37902	2016	248	5	772	\$1,287	\$1.67	57%
3	Medical Arts Building	603 W Main St, Knoxville, TN 37902	2014	49	10	831	\$1,425	\$1.72	78%
4	Sterchi Lofts	116 S Gay St, Knoxville, TN 37902	1900	100	13	855	\$1,213	\$1.42	94%
5	The Landings Riverfront Apartments	970 Riverside Forest Way, Knoxville, TN 37915	2011	206	4	949	\$1,250	\$1.32	96%



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Blue Fin Building
110 Southwark Street
London SE1 0TA
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Fax: +44 (0)20 7922 1931
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735 East Main Street
Hendersonville
TN 37075
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Knoxville Downtown

January 2008 to December 2014

Currency: USD - US Dollar

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Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

Tab 2 - Data by Measure

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

Occupancy (%)												
	January	February	March	April	May	June	July	August	September	October	November	December
2008	48.7	50.6	55.0	62.5	63.6	68.8	58.3	65.5	58.1	67.9	50.5	39.9
2009	41.7	50.6	56.4	54.7	73.3	60.9	57.7	62.8	61.3	64.0	51.8	39.8
2010	39.6	53.2	57.6	57.6	63.2	63.9	61.7	63.9	61.3	66.7	65.4	38.2
2011	48.9	50.9	66.3	62.1	68.3	61.3	64.4	64.6	62.6	67.2	60.0	44.0
2012	50.7	62.9	66.3	63.9	67.4	65.4	63.5	59.1	66.2	67.7	64.7	43.1
2013	51.9	56.8	61.2	72.6	68.0	67.4	59.3	65.9	58.3	67.7	58.8	45.0
2014	51.9	56.8	66.3	69.9	71.2	69.9	62.7	69.9	60.8	73.8	61.0	63.3
Avg	48.3	55.2	61.2	64.2	67.4	65.4	61.1	63.8	60.2	67.9	58.9	43.1

ADR (\$)												
	January	February	March	April	May	June	July	August	September	October	November	December
2008	103.58	101.14	102.47	101.96	100.80	102.97	101.11	104.57	124.17	127.47	108.32	89.17
2009	99.50	98.00	99.88	100.13	101.29	100.21	100.21	97.65	118.58	132.26	118.92	90.77
2010	96.86	96.90	98.07	103.62	99.59	102.21	103.69	105.10	132.32	116.52	118.07	93.74
2011	100.37	99.94	103.20	104.62	108.16	103.43	106.81	102.39	109.63	142.65	121.66	108.67
2012	102.82	105.62	106.37	105.50	110.31	104.88	105.61	105.93	127.71	119.61	121.66	100.36
2013	104.56	105.88	103.56	109.78	110.24	104.70	103.05	107.32	112.52	133.89	129.10	103.87
2014	104.47	104.69	105.78	104.95	109.54	104.91	102.96	115.32	111.06	143.14	122.76	100.52
Avg	102.01	101.99	102.92	103.68	106.41	103.97	102.37	105.70	120.68	130.96	117.50	97.22

RevPAR (\$)												
	January	February	March	April	May	June	July	August	September	October	November	December
2008	50.41	51.22	56.32	63.73	64.13	70.85	58.95	68.52	72.17	86.55	54.75	35.56
2009	41.48	49.58	56.29	60.82	60.97	63.70	60.82	57.77	64.48	84.67	56.91	36.08
2010	38.40	51.56	56.47	55.86	75.95	65.35	61.45	66.01	81.16	77.75	77.17	35.84
2011	49.08	50.84	68.43	64.95	73.86	63.40	66.81	66.16	73.44	95.79	65.92	43.83
2012	52.16	66.44	70.54	67.42	74.35	68.62	67.02	62.63	84.51	81.02	78.67	49.28
2013	59.39	64.79	62.49	79.73	74.98	70.37	61.16	70.69	65.57	90.63	75.96	46.77
2014	54.23	59.46	70.13	73.39	78.03	73.30	64.03	73.30	67.49	105.59	74.83	45.73
Avg	49.31	56.27	62.95	66.56	71.76	67.95	62.53	67.40	72.69	88.86	69.18	41.87

Supply												
	January	February	March	April	May	June	July	August	September	October	November	December
2008	43,152	38,976	43,152	41,760	43,152	41,760	43,152	43,152	41,760	43,152	41,760	43,152
2009	43,152	38,976	43,152	41,760	43,152	41,760	43,152	43,152	41,760	43,152	41,760	43,152
2010	43,152	38,976	43,152	41,760	43,152	41,760	43,152	43,152	41,760	43,152	41,760	43,152
2011	43,152	38,976	43,152	41,760	43,152	41,760	43,152	43,152	41,760	43,152	41,760	43,152
2012	43,152	38,976	43,152	41,760	43,152	41,760	43,152	43,152	41,760	43,152	41,760	43,152
2013	43,152	39,060	43,245	41,850	43,245	41,850	43,245	43,245	41,850	43,245	41,850	43,245
2014	43,245	39,060	43,245	41,850	43,245	41,850	43,245	43,245	41,850	43,245	41,850	43,245
Avg	43,165	39,000	43,179	41,786	43,179	41,786	43,179	43,179	41,786	43,179	41,786	43,179

Demand												
	January	February	March	April	May	June	July	August	September	October	November	December
2008	21,000	19,739	23,718	26,102	27,454	28,733	25,158	28,274	24,273	29,301	21,109	17,209
2009	17,990	19,718	24,317	25,364	25,975	25,433	24,878	25,230	22,708	27,626	21,620	17,153
2010	17,107	20,739	24,317	24,042	31,632	26,703	26,626	27,103	25,616	28,793	27,294	16,499
2011	21,102	19,827	28,614	25,825	29,466	25,599	27,802	27,882	26,130	28,977	25,040	18,990
2012	21,892	24,517	28,617	26,687	29,063	27,321	27,386	25,513	24,664	28,229	27,003	21,188
2013	24,512	23,900	26,095	30,941	29,413	28,129	25,664	28,488	28,122	29,272	24,628	19,473
2014	22,446	22,186	28,669	29,264	30,805	29,243	27,107	30,244	25,429	31,899	25,510	19,671
Avg	20,864	21,518	26,411	26,825	29,118	27,309	26,374	27,533	25,168	29,300	24,601	18,598

Revenue (\$)												
	January	February	March	April	May	June	July	August	September	October	November	December
2008	2,175,087	1,996,389	2,430,371	2,661,439	2,767,366	2,988,706	2,543,845	2,966,638	3,013,894	3,734,901	2,286,535	1,534,549
2009	1,789,966	1,932,430	2,428,899	2,539,652	2,631,085	2,660,295	2,492,947	2,463,804	2,692,966	3,653,840	2,376,508	1,556,935
2010	1,656,930	2,009,559	2,436,809	2,332,735	3,277,585	2,729,202	2,651,729	2,848,590	3,389,395	3,355,089	3,222,473	1,546,664
2011	2,118,095	1,981,471	2,953,029	2,712,155	3,187,068	2,647,775	2,882,800	2,782,775	2,613,029	3,066,977	2,752,755	1,891,494
2012	2,250,897	2,689,563	3,043,992	2,815,552	3,208,992	2,865,468	2,892,248	2,702,618	3,529,075	3,495,965	3,285,166	2,126,332
2013	2,562,914	2,530,643	3,336,644	3,242,593	3,294,573	2,945,178	2,644,795	3,242,593	3,179,592	3,919,328	3,179,592	1,922,572
2014	2,344,987	2,322,581	3,032,673	3,071,166	3,374,428	3,067,798	2,790,886	3,067,852	2,824,256	4,566,087	3,131,544	1,977,397
Avg	2,128,411	2,194,659	2,718,306	2,781,333	3,098,343	2,839,202	2,699,891	2,910,236	3,037,205	3,836,954	2,890,653	1,807,992

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Tab 3 - Percent Change from Previous Year - Detail by Measure

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

Occupancy											
	January	February	March	April	May	June	July	August	September	October	November
2009	-14.3	-0.1	2.5	-2.8	-5.4	-11.5	-1.1	-10.8	-6.4	-5.7	2.4
2010	-4.9	5.2	2.2	-5.2	21.8	2.2	7.0	7.4	12.8	4.2	26.2
2011	23.4	-4.4	15.2	7.8	-4.1	-4.1	4.4	2.9	2.0	0.6	-8.3
2012	3.7	23.7	0.0	2.9	-1.3	6.7	-1.5	-8.5	5.8	0.9	7.8
2013	12.0	-2.7	-9.0	13.6	0.9	2.7	-6.5	11.4	-11.9	-0.1	-9.0
2014	-8.6	-7.2	9.9	-3.7	4.7	4.0	5.6	6.2	4.3	9.0	3.6
Avg	1.9	2.4	3.5	2.1	2.3	0.5	1.3	1.4	1.1	1.5	3.8
Dec YTD											2.5
Total Year											-4.8
Dec YTD											-4.8

ADR											
	January	February	March	April	May	June	July	August	September	October	November
2009	-3.9	-3.1	-2.5	-1.8	0.5	1.6	-0.9	-6.6	-4.5	3.8	1.5
2010	-2.7	-1.1	-1.8	-3.1	2.3	-2.3	-0.6	7.6	-11.6	-11.9	7.4
2011	3.6	3.1	5.2	7.8	4.4	1.2	4.1	-2.6	11.3	-11.9	-6.9
2012	2.4	5.7	3.1	0.8	2.0	1.4	1.9	3.5	8.8	-16.2	10.7
2013	1.7	0.2	-2.6	4.1	-0.1	-0.2	-2.4	1.3	-11.9	11.9	6.1
2014	-0.1	-1.1	2.1	-4.4	-0.6	0.2	-0.1	7.5	-1.3	6.9	-4.9
Avg	0.2	0.6	0.6	0.6	1.4	0.3	0.3	1.8	-1.4	2.8	2.3
Dec YTD											2.1
Total Year											-1.2
Dec YTD											-1.2

RevPAR											
	January	February	March	April	May	June	July	August	September	October	November
2009	-17.7	-3.2	-0.1	-4.6	-4.9	-10.1	-2.0	-16.7	-10.7	-2.2	3.9
2010	-7.4	4.0	0.3	-8.1	24.6	2.6	6.4	15.6	23.9	-8.2	35.6
2011	27.8	-1.4	21.2	16.3	-2.8	-3.0	8.7	0.2	-9.5	23.2	-14.6
2012	6.3	30.7	3.1	3.8	3.7	8.2	0.3	-5.3	15.1	-15.4	19.3
2013	13.9	-11.4	13.9	18.3	0.9	2.6	-8.8	12.9	-22.4	11.9	-3.4
2014	-8.7	-8.2	12.2	-8.0	4.1	4.2	5.5	14.1	2.9	16.5	-1.5
Avg	2.4	3.2	4.2	2.9	3.7	0.7	1.7	3.5	0.2	4.3	6.6
Dec YTD											4.7
Total Year											-5.9
Dec YTD											-5.9

Supply											
	January	February	March	April	May	June	July	August	September	October	November
2009	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
2010	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
2011	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
2012	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
2013	0.0	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2
2014	0.2	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Avg	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Dec YTD											0.0
Total Year											0.0
Dec YTD											0.0

Demand											
	January	February	March	April	May	June	July	August	September	October	November
2009	-14.3	-0.1	2.5	-2.8	-5.4	-11.5	-1.1	-10.8	-6.4	-5.7	2.4
2010	-4.9	5.2	2.2	-5.2	21.8	2.2	7.0	7.4	12.8	4.2	26.2
2011	23.4	-4.4	15.2	7.8	-6.8	-4.1	4.4	2.9	2.0	0.6	-8.3
2012	3.7	23.7	0.0	2.9	-1.3	6.7	-1.5	-8.5	5.8	0.9	7.8
2013	12.0	-2.5	-8.8	13.9	1.1	3.0	-6.3	11.7	-11.7	0.1	-8.8
2014	9.9	-7.2	9.9	-3.7	4.7	4.0	5.6	6.2	4.0	9.0	3.6
Avg	1.9	2.4	3.5	2.2	2.4	0.5	1.4	1.5	1.1	1.5	3.8
Dec YTD											2.6
Total Year											-4.8
Dec YTD											-4.8

Revenue											
	January	February	March	April	May	June	July	August	September	October	November
2009	-17.7	-3.2	-0.1	-4.6	-4.9	-10.1	-2.0	-16.7	-10.7	-2.2	3.9
2010	-7.4	4.0	0.3	-8.1	24.6	2.6	6.4	15.6	23.9	-8.2	35.6
2011	27.8	-1.4	21.2	16.3	-2.8	-3.0	8.7	0.2	-9.5	23.2	-14.6
2012	6.3	30.7	3.1	3.8	0.7	8.2	0.3	-5.3	15.1	-15.4	19.3
2013	13.9	-11.2	13.9	18.5	1.1	2.8	-8.6	13.1	-22.2	12.1	-3.2
2014	-8.5	-8.2	12.2	-8.0	4.1	4.2	5.5	14.1	2.9	16.5	-1.5
Avg	2.4	3.3	4.3	3.0	3.8	0.8	1.7	3.5	0.2	4.3	6.6
Dec YTD											4.7
Total Year											-5.9
Dec YTD											-5.9

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Tab 4 - Percent Change from Previous Year - Detail by Year

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

	Jan 09	Feb 09	Mar 09	Apr 09	May 09	Jun 09	Jul 09	Aug 09	Sep 09	Oct 09	Nov 09	Dec 09	Total Year	Dec YTD
Occ	-14.3	-0.1	2.5	-2.8	-5.4	-11.5	-1.1	-10.8	-6.4	-5.7	2.4	-0.3	-4.8	-4.8
ADR	-3.9	-3.1	-2.5	-3.1	0.5	1.6	-0.9	-6.6	-4.5	3.8	1.5	1.8	-1.2	-1.2
RevPAR	-17.7	-3.2	-0.1	-4.8	-4.9	-10.1	-2.0	-16.7	-10.7	-2.2	3.9	1.5	-5.9	-5.9
Supply	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Demand	-14.3	-0.1	2.5	-2.8	-5.4	-11.5	-1.1	-10.8	-6.4	-5.7	2.4	-0.3	-4.8	-4.8
Revenue	-17.7	-3.2	-0.1	-4.6	-4.9	-10.1	-2.0	-16.7	-10.7	-2.2	3.9	1.5	-5.9	-5.9

	Jan 10	Feb 10	Mar 10	Apr 10	May 10	Jun 10	Jul 10	Aug 10	Sep 10	Oct 10	Nov 10	Dec 10	Total Year	Dec YTD
Occ	-4.9	5.2	2.2	-5.2	21.8	5.0	7.0	7.4	12.8	4.2	26.2	-3.8	6.8	6.8
ADR	-2.7	-1.1	-1.8	-3.1	2.3	-2.3	-0.6	7.6	11.6	-11.9	7.4	3.3	0.8	0.8
RevPAR	-7.4	4.0	0.3	-8.1	24.6	2.6	6.4	15.6	25.9	-8.2	35.6	-0.7	7.7	7.7
Supply	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Demand	-4.9	5.2	2.2	-5.2	21.8	5.0	7.0	7.4	12.8	4.2	26.2	-3.8	6.8	6.8
Revenue	-7.4	4.0	0.3	-8.1	24.6	2.6	6.4	15.6	25.9	-8.2	35.6	-0.7	7.7	7.7

	Jan 11	Feb 11	Mar 11	Apr 11	May 11	Jun 11	Jul 11	Aug 11	Sep 11	Oct 11	Nov 11	Dec 11	Total Year	Dec YTD
Occ	23.4	-4.4	15.2	7.8	-6.8	-4.1	4.4	2.9	2.0	0.6	-8.3	15.1	2.8	2.8
ADR	3.6	3.1	5.2	7.8	4.4	1.2	4.1	-2.6	-11.3	22.4	-6.9	6.3	2.6	2.6
RevPAR	27.8	-1.4	21.2	16.3	-2.8	-3.0	8.7	0.2	-9.5	23.2	-14.6	22.3	5.5	5.5
Supply	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Demand	23.4	-4.4	15.2	7.8	-6.8	-4.1	4.4	2.9	2.0	0.6	-8.3	15.1	2.8	2.8
Revenue	27.8	-1.4	21.2	16.3	-2.8	-3.0	8.7	0.2	-9.5	23.2	-14.6	22.3	5.5	5.5

	Jan 12	Feb 12	Mar 12	Apr 12	May 12	Jun 12	Jul 12	Aug 12	Sep 12	Oct 12	Nov 12	Dec 12	Total Year	Dec YTD
Occ	3.7	23.7	0.0	2.9	-1.3	6.7	-1.5	-8.5	5.8	0.9	7.8	11.6	3.5	3.5
ADR	2.4	5.7	3.1	0.8	2.0	1.4	1.9	3.5	8.8	-16.2	10.7	0.8	1.3	1.3
RevPAR	6.3	30.7	3.1	3.8	0.7	8.2	0.3	-5.3	15.1	-15.4	19.3	12.4	4.9	4.9
Supply	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Demand	3.7	23.7	0.0	2.9	-1.3	6.7	-1.5	-8.5	5.8	0.9	7.8	11.6	3.5	3.5
Revenue	6.3	30.7	3.1	3.8	0.7	8.2	0.3	-5.3	15.1	-15.4	19.3	12.4	4.9	4.9

	Jan 13	Feb 13	Mar 13	Apr 13	May 13	Jun 13	Jul 13	Aug 13	Sep 13	Oct 13	Nov 13	Dec 13	Total Year	Dec YTD
Occ	12.0	-2.7	-9.0	13.6	0.9	2.7	-6.5	11.4	-11.9	-0.1	-9.0	-8.3	-0.7	-0.7
ADR	1.7	4.1	-2.6	4.1	-0.1	-0.2	-2.4	1.3	-11.9	11.9	6.1	3.5	0.8	0.8
RevPAR	13.9	-2.5	-11.4	18.3	0.9	2.6	-8.8	12.9	-22.4	0.2	-3.4	-3.1	0.0	0.0
Supply	0.0	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.2	0.0	0.0
Demand	12.0	-2.5	-8.8	13.9	1.1	3.0	-6.3	11.7	-11.7	0.1	-8.8	-8.1	-0.5	-0.5
Revenue	13.9	-2.3	-11.2	18.5	1.1	2.8	-8.6	13.1	-22.2	12.1	-3.2	-4.9	0.2	0.2

	Jan 14	Feb 14	Mar 14	Apr 14	May 14	Jun 14	Jul 14	Aug 14	Sep 14	Oct 14	Nov 14	Dec 14	Total Year	Dec YTD
Occ	-8.6	-7.2	9.9	-3.7	4.7	4.0	5.6	6.2	4.3	9.0	3.6	1.0	2.6	2.6
ADR	-0.1	-1.1	2.1	-4.4	-0.6	0.2	-0.1	7.5	-1.3	6.9	-4.9	-3.2	0.6	0.6
RevPAR	-8.7	-8.2	12.2	-8.0	4.1	4.2	5.5	14.1	2.9	16.5	-1.5	-2.2	3.1	3.1
Supply	0.2	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0	0.0
Demand	-8.4	-7.2	9.9	-3.7	4.7	4.0	5.6	6.2	4.3	9.0	3.6	1.0	2.6	2.6
Revenue	-8.5	-8.2	12.2	-8.0	4.1	4.2	5.5	14.1	2.9	16.5	-1.5	-2.2	3.2	3.2

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Tab 5 - Twelve Month Moving Average

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

Occupancy (%)											
	January	February	March	April	May	June	July	August	September	October	November
2009	56.0	56.9	57.0	56.9	56.6	55.9	55.9	55.3	55.0	54.6	54.7
2010		54.7	54.8	54.6	55.7	56.0	56.3	56.7	57.2	57.5	58.5
2011		59.2	59.1	60.2	59.8	59.5	59.8	59.9	60.0	60.1	59.6
2012		60.3	61.2	61.3	61.3	61.6	61.5	61.0	61.3	61.4	61.8
2013		62.7	62.6	62.8	62.9	63.0	62.7	63.2	62.8	62.6	62.1
2014		61.3	61.5	61.3	61.6	61.8	62.1	62.4	62.6	63.1	63.3

ADR (\$)											
	January	February	March	April	May	June	July	August	September	October	November
2009	106.12	105.90	106.24	105.53	105.60	105.77	104.87	105.09	104.53	104.87	105.00
2010	104.95	104.85	104.68	104.43	104.63	104.40	104.98	104.98	106.32	104.87	105.72
2011	106.04	106.27	106.65	107.24	107.70	107.83	108.17	107.91	108.67	109.16	108.67
2012	108.82	109.14	109.43	109.49	109.69	109.79	109.96	110.31	111.26	109.13	110.12
2013	110.19	110.22	110.02	110.37	110.37	110.34	110.16	110.24	108.90	110.21	110.98
2014	111.02	110.96	111.10	110.66	110.58	110.58	110.54	111.28	111.17	112.28	111.82

RevPAR (\$)											
	January	February	March	April	May	June	July	August	September	October	November
2009	60.37	60.25	60.24	60.01	59.74	59.15	59.05	58.08	57.45	57.29	57.46
2010	57.25	57.40	57.41	57.01	58.28	58.42	58.73	59.48	60.86	60.27	61.93
2011	62.82	62.77	62.78	64.53	64.35	64.19	64.64	64.66	64.02	65.55	64.63
2012	65.57	66.77	66.95	67.15	67.19	67.62	67.84	67.34	68.25	66.99	68.04
2013	68.12	68.99	68.31	68.92	68.37	68.52	68.92	68.70	68.15	68.97	68.50
2014	68.09	67.68	68.33	67.81	68.07	68.31	68.60	69.44	69.60	70.87	70.77

Supply											
	January	February	March	April	May	June	July	August	September	October	November
2009	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080
2010	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080
2011	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080
2012	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080	508,080
2013	508,080	508,164	508,257	508,347	508,440	508,530	508,623	508,716	508,806	508,899	508,982
2014	509,175	509,175	509,175	509,175	509,175	509,175	509,175	509,175	509,175	509,175	509,175

Demand											
	January	February	March	April	May	June	July	August	September	October	November
2009	289,060	289,039	289,638	288,900	287,421	284,121	283,841	280,797	279,232	277,557	278,068
2010	277,129	278,150	278,681	277,359	283,016	284,286	286,034	287,907	290,815	291,982	297,002
2011	300,997	300,085	303,851	305,734	303,568	302,464	303,640	304,419	304,933	305,117	302,863
2012	306,144	310,834	310,837	311,599	311,216	312,938	312,522	310,153	311,657	311,909	313,872
2013	318,690	318,073	315,551	319,258	319,588	320,396	318,674	321,649	318,404	318,447	316,072
2014	312,291	310,577	313,151	312,021	313,413	314,527	315,970	317,726	318,766	321,393	322,275

Revenue (\$)											
	January	February	March	April	May	June	July	August	September	October	November
2009	30,674,579	30,610,640	30,609,168	30,487,381	30,351,100	30,052,689	30,001,791	29,508,957	29,187,759	29,106,698	29,196,671
2010	29,086,021	29,163,150	29,171,060	28,964,143	29,610,641	29,679,548	29,838,330	30,223,086	30,919,785	30,621,034	31,466,999
2011	31,917,893	31,889,805	32,406,025	32,785,435	32,694,920	32,613,493	32,844,564	33,850,980	32,528,562	33,306,947	32,837,224
2012	33,314,856	33,922,948	34,013,911	34,117,318	34,138,530	34,356,223	34,365,671	34,213,313	34,675,411	34,037,907	34,570,318
2013	35,117,173	35,058,253	34,716,631	35,237,723	35,272,036	35,351,741	35,104,278	35,458,861	34,673,929	35,097,292	34,991,718
2014	34,670,031	34,461,969	34,792,272	34,526,794	34,658,629	34,781,254	34,927,355	35,358,006	35,438,119	36,084,878	36,036,830

High value is boxed.

Low value is boxed and italicized.

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Tab 6 - Twelve Month Moving Average with Percent Change

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

Date	Occupancy			ADR			RevPar			Supply			Demand			Revenue		
	This Year	% Chg		This Year	% Chg		This Year	% Chg		This Year	% Chg		This Year	% Chg		This Year	% Chg	
Jan 09	56.9			106.12			60.37			508,080			289,060			30,674,579		
Feb 09	56.9			105.90			60.25			508,080			289,039			30,610,640		
Mar 09	57.0			105.68			60.24			508,080			289,638			30,609,168		
Apr 09	56.9			105.53			60.01			508,080			288,900			30,487,381		
May 09	56.6			105.60			59.74			508,080			287,421			30,351,100		
Jun 09	55.9			105.77			59.15			508,080			284,121			30,052,689		
Jul 09	55.9			105.70			59.05			508,080			283,841			30,001,791		
Aug 09	55.3			105.09			58.08			508,080			280,797			29,508,957		
Sep 09	55.0			104.53			57.45			508,080			279,232			29,187,759		
Oct 09	54.6			104.87			57.29			508,080			277,557			29,106,698		
Nov 09	54.7			105.00			57.46			508,080			278,068			29,196,671		
Dec 09	54.7	-4.8		105.10	-1.2		57.51	-5.9		508,080	0.0		278,012	-4.8		29,219,057	-5.9	
Jan 10	54.5	-4.1		104.95	-1.1		57.25	-5.2		508,080	0.0		277,129	-4.1		29,086,021	-5.2	
Feb 10	54.7	-3.8		104.85	-1.0		57.40	-4.7		508,080	0.0		278,150	-3.8		29,163,150	-4.7	
Mar 10	54.8	-3.8		104.68	-1.0		57.41	-4.7		508,080	0.0		278,681	-3.8		29,171,060	-4.7	
Apr 10	54.6	-4.0		104.43	-1.0		57.01	-5.0		508,080	0.0		277,359	-4.0		28,964,143	-5.0	
May 10	55.7	-1.5		104.63	-0.9		58.28	-2.4		508,080	0.0		283,016	-1.5		29,610,641	-2.4	
Jun 10	56.0	0.1		104.40	-1.3		58.42	-1.2		508,080	0.0		284,286	0.1		29,679,548	-1.2	
Jul 10	56.3	0.8		104.32	-1.3		58.73	-0.5		508,080	0.0		286,034	0.8		29,838,330	-0.5	
Aug 10	56.7	2.5		104.98	-0.1		59.48	2.4		508,080	0.0		287,907	2.5		30,223,086	2.4	
Sep 10	57.2	4.1		106.32	1.7		60.86	5.9		508,080	0.0		290,815	4.1		30,919,785	5.9	
Oct 10	57.5	5.2		104.87	0.0		60.27	5.2		508,080	0.0		291,982	5.2		30,621,034	5.2	
Nov 10	58.6	7.0		105.72	0.7		61.93	7.8		508,080	0.0		297,656	7.0		31,466,999	7.8	
Dec 10	58.5	6.8		105.91	0.8		61.91	7.7		508,080	0.0		297,002	6.8		31,456,728	7.7	
Jan 11	59.2	8.6		106.04	1.0		62.82	9.7		508,080	0.0		300,997	8.6		31,917,893	9.7	
Feb 11	59.1	7.9		106.27	1.4		62.77	9.3		508,080	0.0		300,085	7.9		31,889,805	9.3	
Mar 11	59.8	9.0		106.65	1.9		63.78	11.1		508,080	0.0		303,851	9.0		32,406,025	11.1	
Apr 11	60.2	10.2		107.24	2.7		64.53	13.2		508,080	0.0		305,734	10.2		32,785,435	13.2	
May 11	59.7	7.3		107.70	2.9		64.35	10.4		508,080	0.0		303,568	7.3		32,694,920	10.4	
Jun 11	59.5	6.4		107.83	3.3		64.19	9.9		508,080	0.0		302,464	6.4		32,613,493	9.9	
Jul 11	59.8	6.2		108.17	3.7		64.64	10.1		508,080	0.0		303,640	6.2		32,844,564	10.1	
Aug 11	59.9	5.7		107.91	2.8		64.66	8.7		508,080	0.0		304,419	5.7		32,850,980	8.7	
Sep 11	60.0	4.9		106.67	0.3		64.02	5.2		508,080	0.0		304,933	4.9		32,528,562	5.2	
Oct 11	60.1	4.5		109.16	4.1		65.55	8.8		508,080	0.0		305,117	4.5		33,306,942	8.8	
Nov 11	59.6	1.7		108.42	2.6		64.63	4.4		508,080	0.0		302,863	1.7		32,837,224	4.4	
Dec 11	60.1	2.8		108.67	2.6		65.31	5.5		508,080	0.0		305,354	2.8		33,182,054	5.5	
Jan 12	60.3	1.7		108.82	2.6		65.57	4.4		508,080	0.0		306,144	1.7		33,314,856	4.4	
Feb 12	61.2	3.6		109.14	2.7		66.77	6.4		508,080	0.0		310,834	3.6		33,922,948	6.4	
Mar 12	61.2	2.3		109.43	2.6		66.95	5.0		508,080	0.0		310,837	2.3		34,013,911	5.0	
Apr 12	61.3	1.9		109.49	2.1		67.15	4.1		508,080	0.0		311,599	1.9		34,117,318	4.1	
May 12	61.3	2.5		109.69	1.8		67.19	4.4		508,080	0.0		311,216	2.5		34,138,530	4.4	
Jun 12	61.6	3.5		109.79	1.8		67.62	5.3		508,080	0.0		312,938	3.5		34,356,223	5.3	
Jul 12	61.5	2.9		109.96	1.7		67.64	4.6		508,080	0.0		312,522	2.9		34,365,671	4.6	
Aug 12	61.0	1.9		110.31	2.2		67.34	4.1		508,080	0.0		310,153	1.9		34,213,313	4.1	
Sep 12	61.3	2.2		111.26	4.3		68.25	6.6		508,080	0.0		311,657	2.2		34,675,411	6.6	
Oct 12	61.4	2.2		109.13	-0.0		66.99	2.2		508,080	0.0		311,909	2.2		34,037,907	2.2	
Nov 12	61.8	3.6		110.14	1.6		68.04	5.3		508,080	0.0		313,872	3.6		34,570,318	5.3	
Dec 12	62.2	3.5		110.12	1.3		68.50	4.9		508,080	0.0		316,070	3.5		34,805,156	4.9	
Jan 13	62.7	4.1		110.19	1.3		69.12	5.4		508,080	0.0		318,690	4.1		35,117,173	5.4	
Feb 13	62.6	2.3		110.22	1.0		68.99	3.3		508,164	0.0		318,073	2.3		35,058,253	3.3	
Mar 13	62.1	1.5		110.02	0.5		68.31	2.0		508,257	0.0		315,551	1.5		34,716,631	2.1	
Apr 13	62.8	2.4		110.37	0.8		69.32	3.2		508,347	0.1		319,258	2.5		35,237,723	3.3	

Tab 7 - Day of Week Analysis

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

Occupancy (%)							
	Sun	Mon	Tue	Wed	Thu	Fri	Total Month
Jan - 14	35.7	44.2	55.1	50.5	49.1	64.2	51.9
Feb - 14	29.1	50.3	65.5	64.3	61.0	70.4	56.8
Mar - 14	36.8	53.5	65.7	68.6	70.7	90.3	66.3
Apr - 14	49.3	69.5	72.5	71.7	60.7	83.1	69.9
May - 14	35.9	57.9	75.1	84.9	77.9	82.3	78.4
Jun - 14	56.5	67.1	76.2	79.1	70.4	69.6	74.1
Jul - 14	37.5	56.4	61.9	60.9	67.5	76.8	62.7
Aug - 14	58.8	69.5	75.9	70.1	60.4	70.6	69.9
Sep - 14	32.6	50.1	62.8	68.3	63.9	77.2	60.8
Oct - 14	41.8	63.1	76.9	74.6	73.7	86.4	73.8
Nov - 14	31.1	50.8	64.6	72.1	64.7	72.5	61.0
Dec - 14	27.8	40.1	45.5	51.3	42.6	56.5	45.5
Total Year	39.9	55.8	66.0	67.4	63.8	75.1	63.3

Three Year Occupancy (%)							
	Sun	Mon	Tue	Wed	Thu	Fri	Total Year
Jan 12 - Dec 12	35.3	55.9	67.3	69.3	64.4	72.9	62.2
Jan 13 - Dec 13	36.1	57.5	67.4	67.8	61.5	71.6	61.7
Jan 14 - Dec 14	39.9	55.8	66.0	67.4	63.8	75.1	63.3
Total 3 Yr	37.1	56.4	66.9	68.2	63.3	73.2	62.4

ADR							
	Sun	Mon	Tue	Wed	Thu	Fri	Total Month
Jan - 14	102.48	104.04	107.16	105.33	103.41	102.85	105.82
Feb - 14	100.41	107.38	110.48	107.33	104.95	100.94	99.21
Mar - 14	98.76	103.82	107.94	105.13	106.33	108.97	108.08
Apr - 14	99.96	106.87	107.56	108.77	101.70	103.95	102.63
May - 14	98.56	108.22	114.77	113.49	110.54	108.75	106.77
Jun - 14	103.57	105.18	110.60	108.07	103.86	100.58	101.70
Jul - 14	97.46	104.24	106.69	106.69	102.27	101.19	99.78
Aug - 14	124.17	110.54	113.78	115.41	110.32	108.76	121.79
Sep - 14	98.09	108.39	108.98	109.47	108.04	117.79	118.47
Oct - 14	105.82	114.28	112.96	110.52	114.48	192.01	206.29
Nov - 14	95.11	110.23	110.99	111.78	115.36	144.32	122.76
Dec - 14	91.69	107.65	104.84	108.55	98.42	96.68	100.52
Total Year	103.25	107.58	109.85	109.34	107.17	118.17	111.61

Three Year ADR							
	Sun	Mon	Tue	Wed	Thu	Fri	Total Year
Jan 12 - Dec 12	101.70	107.27	109.83	109.64	106.89	115.41	110.12
Jan 13 - Dec 13	99.42	107.88	111.09	110.38	109.08	116.06	110.98
Jan 14 - Dec 14	103.25	107.58	109.85	109.34	107.17	118.17	111.61
Total 3 Yr	101.52	107.58	110.27	109.78	107.69	116.57	110.91

RevPAR							
	Sun	Mon	Tue	Wed	Thu	Fri	Total Month
Jan - 14	36.57	46.01	59.08	53.15	50.79	66.07	66.08
Feb - 14	29.22	54.02	72.34	69.00	64.00	71.11	56.54
Mar - 14	36.34	55.57	70.90	72.11	75.16	98.37	89.65
Apr - 14	49.28	74.32	78.02	77.99	61.71	86.43	83.64
May - 14	35.41	62.71	86.19	96.37	86.07	89.45	83.73
Jun - 14	58.56	70.62	84.33	85.51	73.07	70.02	75.38
Jul - 14	36.55	58.77	66.01	65.01	69.08	77.67	77.04
Aug - 14	73.01	76.85	86.32	80.89	66.63	76.81	101.68
Sep - 14	31.97	54.33	68.47	74.80	69.09	90.92	85.86
Oct - 14	44.18	72.08	86.83	82.42	84.37	165.90	199.33
Nov - 14	29.60	55.98	71.72	80.54	74.59	106.20	108.14
Dec - 14	25.50	43.14	47.68	55.68	41.91	54.65	49.19
Total Year	41.20	60.02	72.53	73.74	68.39	88.70	70.69

Three Year RevPAR							
	Sun	Mon	Tue	Wed	Thu	Fri	Total Year
Jan 12 - Dec 12	35.93	59.96	73.93	75.95	68.88	84.17	68.50
Jan 13 - Dec 13	35.86	61.99	74.85	74.88	67.11	83.12	68.53
Jan 14 - Dec 14	41.20	60.02	72.53	73.74	68.39	88.70	70.69
Total 3 Yr	37.65	60.65	73.78	74.85	68.12	85.33	69.24

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Tab 8 - Raw Data

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

Date	Occupancy		ADR		RevPar		Supply		Demand		Revenue		Census & Sample %		
	This Year	% Chg	This Year	% Chg	This Year	% Chg	This Year	% Chg	This Year	% Chg	This Year	% Chg	Census Props	Census Rooms	% Rooms STAR Participants
Jan 08	48.7		103.58		50.41		43.152		21,000		2,175,087		6	1,392	100.0
Feb 08	50.6		101.14		51.22		38.976		19,739		1,996,369		6	1,392	100.0
Mar 08	55.0		102.47		56.32		43.152		23,718		2,430,371		6	1,392	100.0
Apr 08	62.5		101.96		63.73		41.760		26,102		2,661,439		6	1,392	100.0
May 08	63.6		100.80		64.13		43.152		27,454		2,767,366		6	1,392	100.0
Jun 08	68.8		102.97		70.85		41.760		28,733		2,958,706		6	1,392	100.0
Jul 08	58.3		101.11		58.95		43.152		25,158		2,543,845		6	1,392	100.0
Aug 08	65.5		104.57		68.52		43.152		28,274		2,956,638		6	1,392	100.0
Sep 08	58.1		124.17		72.17		41,760		24,273		3,013,894		6	1,392	100.0
Oct 08	67.9		127.47		86.55		43.152		29,301		3,734,901		6	1,392	100.0
Nov 08	50.5		108.32		54.75		41,760		21,109		2,286,535		6	1,392	100.0
Dec 08	39.9		89.17		35.56		43.152		17,209		1,534,549		6	1,392	100.0
Jan 09	41.7	-14.3	99.50	-3.9	41.48	-17.7	43.152	0.0	17,990	-14.3	1,789,966	-17.7	6	1,392	100.0
Feb 09	50.6	-0.1	98.00	-3.1	49.58	-3.2	38.976	0.0	19,718	-0.1	1,932,430	-3.2	6	1,392	100.0
Mar 09	56.4	2.5	99.88	-2.5	56.29	-0.1	43.152	0.0	24,317	2.5	2,428,899	-0.1	6	1,392	100.0
Apr 09	60.7	-2.8	100.13	-1.8	60.82	-4.6	41,760	0.0	25,364	-2.8	2,539,652	-4.6	6	1,392	100.0
May 09	60.2	-5.4	101.29	0.5	60.97	-4.9	43.152	0.0	25,975	-5.4	2,631,085	-4.9	6	1,392	100.0
Jun 09	60.9	-11.5	104.60	1.6	63.70	-10.1	41,760	0.0	25,433	-11.5	2,660,295	-10.1	6	1,392	100.0
Jul 09	57.7	-1.1	100.21	-0.9	57.77	-2.0	43.152	0.0	24,878	-1.1	2,492,947	-2.0	6	1,392	100.0
Aug 09	58.5	-10.8	97.65	-6.6	57.10	-16.7	43.152	0.0	25,230	-10.8	2,463,804	-16.7	6	1,392	100.0
Sep 09	54.4	-6.4	118.58	-4.5	64.48	-10.7	41,760	0.0	22,708	-6.4	2,692,696	-10.7	6	1,392	100.0
Oct 09	64.0	-5.7	132.26	3.8	84.67	-2.2	43.152	0.0	27,626	-5.7	3,653,840	-2.2	6	1,392	100.0
Nov 09	51.8	2.4	109.92	1.5	56.91	3.9	41,760	0.0	21,620	2.4	2,376,508	3.9	6	1,392	100.0
Dec 09	39.8	-0.3	90.77	1.8	36.08	1.5	43.152	0.0	17,153	-0.3	1,556,935	1.5	6	1,392	100.0
Jan 10	39.6	-4.9	96.86	-2.7	38.40	-7.4	43.152	0.0	17,107	-4.9	1,656,930	-7.4	6	1,392	100.0
Feb 10	53.2	5.2	96.90	-1.1	51.56	4.0	38.976	0.0	20,739	5.2	2,009,559	4.0	6	1,392	100.0
Mar 10	57.6	2.2	98.07	-1.8	56.47	0.3	43.152	0.0	24,848	2.2	2,436,809	0.3	6	1,392	100.0
Apr 10	57.6	-5.2	97.03	-3.1	55.86	-8.1	41,760	0.0	24,042	-5.2	2,332,735	-8.1	6	1,392	100.0
May 10	73.3	21.8	103.62	2.3	75.95	24.6	43.152	0.0	31,632	21.8	3,277,583	24.6	6	1,392	100.0
Jun 10	63.9	5.0	102.21	-2.3	65.35	2.6	41,760	0.0	26,703	5.0	2,729,202	2.6	6	1,392	100.0
Jul 10	61.7	7.0	99.59	-0.6	61.45	6.4	43.152	0.0	26,626	7.0	2,651,729	6.4	6	1,392	100.0
Aug 10	62.8	7.4	105.10	7.6	66.01	15.6	43.152	0.0	27,103	7.4	2,848,560	15.6	6	1,392	100.0
Sep 10	61.3	12.8	132.32	11.6	81.16	25.9	41,760	0.0	25,616	12.8	3,389,395	25.9	6	1,392	100.0
Oct 10	66.7	4.2	116.52	-11.9	77.75	-8.2	43.152	0.0	28,793	4.2	3,355,089	-8.2	6	1,392	100.0
Nov 10	65.4	26.2	118.07	7.4	77.17	35.6	41,760	0.0	27,294	26.2	3,222,473	35.6	6	1,392	100.0
Dec 10	38.2	-3.8	93.74	3.3	35.84	-0.7	43.152	0.0	16,499	-3.8	1,546,664	-0.7	6	1,392	100.0
Jan 11	48.9	23.4	100.37	3.6	49.08	27.8	43.152	0.0	21,102	23.4	2,118,095	27.8	6	1,392	100.0
Feb 11	50.9	-4.4	99.94	3.1	50.84	-1.4	38.976	0.0	19,827	-4.4	1,981,471	-1.4	6	1,392	100.0
Mar 11	66.3	15.2	103.20	5.2	68.43	21.2	43.152	0.0	28,614	15.2	2,953,029	21.2	6	1,392	100.0
Apr 11	62.1	7.8	104.62	7.8	64.95	16.3	41,760	0.0	25,925	7.8	2,712,145	16.3	6	1,392	100.0
May 11	68.3	-6.8	108.16	4.4	73.86	-2.8	43.152	0.0	29,466	-6.8	3,187,068	-2.8	6	1,392	100.0
Jun 11	61.3	-4.1	103.43	1.2	63.40	-3.0	41,760	0.0	25,599	-4.1	2,647,775	-3.0	6	1,392	100.0
Jul 11	64.4	4.4	103.69	4.1	66.81	8.7	43.152	0.0	27,802	4.4	2,882,800	8.7	6	1,392	100.0
Aug 11	64.6	2.9	102.39	-2.6	66.16	0.2	43.152	0.0	27,882	2.9	2,854,976	0.2	6	1,392	100.0
Sep 11	62.6	2.0	117.37	-11.3	73.44	-9.5	41,760	0.0	26,130	2.0	3,066,977	-9.5	6	1,392	100.0
Oct 11	67.2	0.6	142.65	22.4	95.79	23.2	43.152	0.0	28,977	0.6	4,133,469	23.2	6	1,392	100.0
Nov 11	60.0	-8.3	109.93	-6.9	65.92	-14.6	41,760	0.0	25,040	-8.3	2,752,755	-14.6	6	1,392	100.0
Dec 11	44.0	15.1	99.60	6.3	43.83	22.3	43.152	0.0	18,990	15.1	1,891,494	22.3	6	1,392	100.0
Jan 12	50.7	3.7	102.82	2.4	52.16	6.3	43.152	0.0	21,892	3.7	2,250,897	6.3	6	1,392	100.0
Feb 12	62.9	23.7	105.62	5.7	66.44	30.7	38.976	0.0	24,517	23.7	2,589,563	30.7	6	1,392	100.0
Mar 12	66.3	0.0	106.37	3.1	70.54	3.1	43.152	0.0	28,617	0.0	3,043,992	3.1	6	1,392	100.0
Apr 12	63.9	2.9	105.50	0.8	67.42	3.8	41,760	0.0	26,687	2.9	2,815,552	3.8	6	1,392	100.0
May 12	67.4	-1.3	110.31	2.0	74.35	0.7	43.152	0.0	29,083	-1.3	3,208,280	0.7	6	1,392	100.0
Jun 12	65.4	6.7	104.88	1.4	68.62	8.2	41,760	0.0	27,321	6.7	2,865,468	8.2	6	1,392	100.0
Jul 12	63.5	-1.5	105.61	1.9	67.02	0.3	43.152	0.0	27,386	-1.5	2,892,248	0.3	6	1,392	100.0

Tab 9 - Classic

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

Date	Occupancy		ADR		RevPar		Supply		Demand		Revenue		Census & Sample %	
	This Year	% Chg	This Year	% Chg	This Year	% Chg	This Year	% Chg	This Year	% Chg	This Year	% Chg	Census Rooms	% Rooms STAR Participants
Jan 08	48.7	103.58	50.41	-17.7	43.152	0.0	21,000	-14.3	17,990	-17.7	2,175,087	-17.7	1,392	100.0
Feb 08	50.6	101.14	51.22	-3.2	38,976	0.0	19,718	-0.1	19,718	-0.1	1,932,430	-3.2	1,392	100.0
Mar 08	55.0	102.47	56.32	-2.5	43,152	0.0	23,718	2.5	24,317	2.5	2,430,371	-0.1	1,392	100.0
Apr 08	62.5	101.96	63.73	-4.6	41,760	0.0	26,102	-2.8	25,364	-2.8	2,661,439	-4.6	1,392	100.0
May 08	63.6	100.80	64.13	-4.9	43,152	0.0	27,454	-5.4	25,975	-5.4	2,767,366	-4.9	1,392	100.0
Jun 08	68.8	102.97	70.85	-10.1	41,760	0.0	28,733	-11.5	25,433	-11.5	2,958,706	-10.1	1,392	100.0
Jul 08	58.3	101.11	58.95	-16.7	43,152	0.0	25,158	-10.8	25,230	-10.8	2,543,845	-16.7	1,392	100.0
Aug 08	65.5	104.57	68.52	-10.7	43,152	0.0	28,274	-6.4	22,708	-6.4	2,956,638	-10.7	1,392	100.0
Sep 08	58.1	124.17	72.17	-2.2	41,760	0.0	24,273	-2.2	21,620	-2.2	3,013,894	-2.2	1,392	100.0
Oct 08	67.9	127.47	86.55	3.9	43,152	0.0	29,301	2.4	27,626	2.4	3,734,901	3.9	1,392	100.0
Nov 08	50.5	108.32	54.75	1.5	41,760	0.0	21,109	-0.3	17,153	-0.3	2,286,535	1.5	1,392	100.0
Dec 08	39.9	89.17	35.56	1.5	43,152	0.0	17,209	-4.8	292,070	-4.8	1,534,549	-4.8	1,392	100.0
Dec YTD 2008	57.5	106.34	61.13	-5.9	508,080	0.0	292,070	-5.9	292,070	-5.9	31,059,700	-5.9		
Total 2008	57.5	106.34	61.13	-5.9	508,080	0.0	292,070	-5.9	292,070	-5.9	31,059,700	-5.9		
Jan 09	41.7	99.50	41.48	-17.7	43,152	0.0	17,990	-14.3	17,990	-14.3	1,789,966	-17.7	1,392	100.0
Feb 09	50.6	-0.1	49.58	-3.2	38,976	0.0	19,718	-0.1	19,718	-0.1	1,932,430	-3.2	1,392	100.0
Mar 09	56.4	2.5	56.29	-0.1	43,152	0.0	24,317	2.5	24,317	2.5	2,428,899	-0.1	1,392	100.0
Apr 09	60.7	-2.8	60.82	-4.6	41,760	0.0	25,364	-2.8	25,364	-2.8	2,539,652	-4.6	1,392	100.0
May 09	60.2	-5.4	60.97	-4.9	43,152	0.0	25,975	-5.4	25,975	-5.4	2,631,085	-4.9	1,392	100.0
Jun 09	60.9	-11.5	63.70	-10.1	41,760	0.0	25,433	-11.5	25,433	-11.5	2,660,295	-10.1	1,392	100.0
Jul 09	57.7	-1.1	57.77	-2.0	43,152	0.0	24,878	-1.1	24,878	-1.1	2,492,947	-2.0	1,392	100.0
Aug 09	58.5	-10.8	57.10	-16.7	43,152	0.0	25,230	-10.8	25,230	-10.8	2,463,804	-16.7	1,392	100.0
Sep 09	54.4	-6.4	64.48	-10.7	41,760	0.0	22,708	-6.4	22,708	-6.4	2,692,696	-10.7	1,392	100.0
Oct 09	64.0	-5.7	64.67	-2.2	43,152	0.0	27,626	-5.7	27,626	-5.7	3,653,840	-2.2	1,392	100.0
Nov 09	51.8	2.4	56.91	3.9	41,760	0.0	21,620	2.4	21,620	2.4	2,376,508	3.9	1,392	100.0
Dec 09	39.8	-0.3	36.08	1.5	43,152	0.0	17,153	-0.3	17,153	-0.3	1,556,935	1.5	1,392	100.0
Dec YTD 2009	54.7	-4.8	57.51	-5.9	508,080	0.0	278,012	-4.8	278,012	-4.8	29,219,057	-5.9		
Total 2009	54.7	-4.8	57.51	-5.9	508,080	0.0	278,012	-4.8	278,012	-4.8	29,219,057	-5.9		
Jan 10	39.6	-4.9	38.40	-7.4	43,152	0.0	17,107	-4.9	17,107	-4.9	1,656,930	-7.4	1,392	100.0
Feb 10	53.2	5.2	51.56	4.0	38,976	0.0	20,739	5.2	20,739	5.2	2,009,559	4.0	1,392	100.0
Mar 10	57.6	2.2	56.47	0.3	43,152	0.0	24,848	2.2	24,848	2.2	2,436,809	0.3	1,392	100.0
Apr 10	73.3	-5.2	77.03	-3.1	41,760	0.0	24,042	-5.2	24,042	-5.2	2,332,735	-8.1	1,392	100.0
May 10	73.6	21.8	75.95	24.6	43,152	0.0	31,632	21.8	31,632	21.8	3,277,583	24.6	1,392	100.0
Jun 10	63.9	5.0	65.35	2.6	41,760	0.0	26,703	5.0	26,703	5.0	2,729,202	2.6	1,392	100.0
Jul 10	61.7	7.0	61.45	6.4	43,152	0.0	26,626	7.0	26,626	7.0	2,651,729	6.4	1,392	100.0
Aug 10	62.8	7.4	66.01	15.6	43,152	0.0	27,103	7.4	27,103	7.4	2,848,560	15.6	1,392	100.0
Sep 10	61.3	12.8	81.16	25.9	41,760	0.0	25,610	12.8	25,610	12.8	3,389,395	25.9	1,392	100.0
Oct 10	66.7	4.2	77.75	-8.2	43,152	0.0	28,793	4.2	28,793	4.2	3,355,089	-8.2	1,392	100.0
Nov 10	65.4	26.2	77.17	35.6	41,760	0.0	27,294	26.2	27,294	26.2	3,222,473	35.6	1,392	100.0
Dec 10	38.2	-3.8	35.84	-0.7	43,152	0.0	16,499	-3.8	16,499	-3.8	1,546,664	-0.7	1,392	100.0
Dec YTD 2010	58.5	6.8	61.91	7.7	508,080	0.0	297,002	6.8	297,002	6.8	31,456,728	7.7		
Total 2010	58.5	6.8	61.91	7.7	508,080	0.0	297,002	6.8	297,002	6.8	31,456,728	7.7		
Jan 11	48.9	23.4	49.08	27.8	43,152	0.0	21,102	23.4	21,102	23.4	2,118,095	27.8	1,392	100.0
Feb 11	50.9	-4.4	50.84	-1.4	38,976	0.0	19,827	-4.4	19,827	-4.4	1,981,471	-1.4	1,392	100.0
Mar 11	66.3	15.2	68.43	21.2	43,152	0.0	28,614	15.2	28,614	15.2	2,953,029	21.2	1,392	100.0
Apr 11	62.1	7.8	64.95	16.3	41,760	0.0	25,925	7.8	25,925	7.8	2,712,145	16.3	1,392	100.0
May 11	68.3	-6.8	73.86	-2.8	43,152	0.0	29,466	-6.8	29,466	-6.8	3,187,068	-2.8	1,392	100.0
Jun 11	61.3	-4.1	63.40	-3.0	41,760	0.0	25,599	-4.1	25,599	-4.1	2,647,775	-3.0	1,392	100.0
Jul 11	64.4	4.4	66.81	8.7	43,152	0.0	27,802	4.4	27,802	4.4	2,882,800	8.7	1,392	100.0
Aug 11	64.6	2.9	66.16	0.2	43,152	0.0	27,882	2.9	27,882	2.9	2,854,976	0.2	1,392	100.0
Sep 11	62.6	2.0	73.44	-9.5	41,760	0.0	26,130	2.0	26,130	2.0	3,066,977	-9.5	1,392	100.0
Oct 11	67.2	0.6	95.79	23.2	43,152	0.0	28,977	0.6	28,977	0.6	4,133,469	23.2	1,392	100.0
Nov 11	60.0	-8.3	65.92	-14.6	41,760	0.0	25,040	-8.3	25,040	-8.3	2,752,755	-14.6	1,392	100.0
Dec 11	44.0	15.1	43.83	22.3	43,152	0.0	18,990	15.1	18,990	15.1	1,891,494	22.3	1,392	100.0
Dec YTD 2011	60.1	2.8	65.31	5.5	508,080	0.0	305,354	2.8	305,354	2.8	33,182,054	5.5		
Total 2011	60.1	2.8	65.31	5.5	508,080	0.0	305,354	2.8	305,354	2.8	33,182,054	5.5		
Jan 12	50.7	3.7	52.16	6.3	43,152	0.0	21,892	3.7	21,892	3.7	2,250,897	6.3	1,392	100.0
Feb 12	62.9	23.7	66.44	30.7	38,976	0.0	24,517	23.7	24,517	23.7	2,589,563	30.7	1,392	100.0
Mar 12	66.3	0.0	70.54	3.1	43,152	0.0	28,617	0.0	28,617	0.0	3,043,992	3.1	1,392	100.0
Apr 12	63.9	2.9	67.42	3.8	41,760	0.0	26,687	2.9	26,687	2.9	2,815,552	3.8	1,392	100.0
May 12	67.4	-1.3	74.35	0.7	43,152	0.0	29,083	-1.3	29,083	-1.3	3,208,280	0.7	1,392	100.0

Knoxville Downtown
Job Number: 645543_SADIM Staff: CW Created: January 16, 2015

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Methodology

While virtually every chain in the United States provides STR with data on almost all of their properties, there are still some hotels that don't submit data. But we've got you covered.

Every year we examine guidebook listings and hotel directories for information on hotels that don't provide us with data. We don't stop there. We call each hotel in our database every year to obtain "published" rates for multiple categories. Based on this information we group all hotels - those that report data and those that don't - into groupings based off of price level and geographic proximity. We then estimate the non-respondents based off of nearby hotels with similar price levels.

Similarly, we sometimes obtain monthly data from a property, but not daily data. We use a similar process. We take the monthly data that the property has provided, and distribute it to the individual days based on the revenue and demand distribution patterns of similar hotels in the same location.

We believe it imperative to perform this analysis in order to provide interested parties with our best estimate of total lodging demand and room revenue on their areas of interest. Armed with this information a more informed decision can be made.

Glossary

ADR (Average Daily Rate) Room revenue divided by rooms sold, displayed as the average rental rate for a single room.	Open Date Date the property opened as a lodging establishment.
Affiliation Date Date the property affiliated with current chain/flag	Percent Change Amount of growth, up, flat, or down from the same period last year (month, ytd, three months, twelve months). Calculated as $((TY-LY)/LY) * "100"$.
Census (Properties and Rooms) The number of properties and rooms that exist within the selected property set or segment.	Revenue (Room Revenue) Total room revenue generated from the sale or rental of rooms.
Change in Rooms Indicator of whether or not an individual hotel has added or removed rooms from their inventory.	RevPAR (Revenue Per Available Room) Room revenue divided by rooms available
Exchange Rate The factor used to convert revenue from U.S. Dollars to the local currency. The exchange rate data is obtained from Oanda.com. Any aggregated number in the report (YTD, Running 3 month, Running 12 month) uses the exchange rate of each relative month when calculating the data.	Sample % (Rooms) The % of rooms from which STR receives data. Calculated as $(\text{Sample Rooms}/\text{Census Rooms}) * "100"$.
Extended Historical Trend Data on selected properties or segments starting in 2000.	Standard Historical Trend Data on selected properties or segments starting in 2005.
Demand (Rooms Sold) The number of rooms sold (excludes complimentary rooms).	STR Code Smith Travel Research's proprietary numbering system. Each hotel in the lodging census has a unique STR code.
Full Historical Trend Data on selected properties or segments starting in 1987.	Supply (Rooms Available) The number of rooms times the number of days in the period.
Occupancy Rooms sold divided by rooms available. Occupancy is always displayed as a percentage of rooms occupied.	Twelve Month Moving Average The value of any given month is computed by taking the value of that month and the values of the eleven preceding months, adding them together and dividing by twelve.
	Year to Date

Tab 12 - Terms and Conditions

Before purchasing this product you agreed to the following terms and conditions.

In consideration of the mutual promises contained herein and for other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, STR, Inc. ("STR"), STR Global, Ltd. ("STRG"), and the licensee identified elsewhere in this Agreement ("Licensee") agree as follows:

1. LICENSE

1.1 Definitions.

(a) "Agreement" means these Standard Terms and Conditions and any additional terms specifically set out in writing in the document(s) (if any) to which these Standard Terms and Conditions are attached or in which they are incorporated by reference, and, if applicable, any additional terms specifically set out in writing in any Schedule attached hereto.

(b) "Licensed Materials" means the newsletters, reports, databases or other information resources, and all lodging industry data contained therein, provided to Licensee hereunder.

1.2 Grant of License. Subject to the terms and conditions of this Agreement, and except as may be expressly permitted elsewhere in this Agreement, STR hereby grants to Licensee a non-exclusive, non-transferable, indivisible, non-sublicensable license to use, copy, manipulate and extract data from the Licensed Materials for its own INTERNAL business purposes only.

1.3 Copies. Except as expressly permitted elsewhere in this Agreement, Licensee may make and maintain no more than two (2) copies of any Licensed Materials.

1.4 No Service Bureau Use. Licensee is prohibited from using the Licensed Materials in any way in connection with any service bureau or similar services. "Service bureau" means the processing of input data that is supplied by one or more third parties and the generation of output data (in the form of reports, charts, graphs or other pictorial representations, or the like) that is sold or licensed to any third parties.

1.5 No Distribution to Third Parties. Except as expressly permitted in this Agreement, Licensee is prohibited from distributing, republishing or otherwise making the Licensed Materials or any part thereof (including any excerpts of the data and any manipulations of the data) available in any form whatsoever to any third party, other than Licensee's accountants, attorneys, marketing professionals or other professional advisors who are bound by a duty of confidentiality not to disclose such information.

1.6 Security. Licensee shall use commercially reasonable efforts to protect against unauthorized access to the Licensed Materials.

herein are reserved to STR.

2. DISCLAIMERS AND LIMITATIONS OF LIABILITY

2.1 Disclaimer of Warranties. The licensed materials are provided to the licensee on an "as is" and "as available" basis. STR makes no representations or warranties of any kind, express or implied, with respect to the licensed materials, the services provided or the results of use thereof. Without limiting the foregoing, STR does not warrant that the licensed materials, the services provided or the use thereof are or will be accurate, error-free or uninterrupted. STR makes no implied warranties, including without limitation, any implied warranty of merchantability, noninfringement or fitness for any particular purpose or arising by usage of trade, course of dealing, course of performance or otherwise.

2.2 Disclaimers. STR shall have no liability with respect to its obligations under this agreement or otherwise for consequential, exemplary, special, incidental, or punitive damages even if STR has been advised of the possibility of such damages. Furthermore, STR shall have no liability whatsoever for any claim relating in any way to any decision made or action taken by licensee in reliance upon the licensed materials.

2.3 Limitation of Liability. STR's total liability to licensee for any reason and upon any cause of action including without limitation, infringement, breach of contract, negligence, strict liability, misrepresentations, and other torts, shall be limited to all fees paid to STR by the licensee during the twelve month period preceding the date on which such cause of action first arose.

3. MISCELLANEOUS

3.1 Liquidated Damages. In the event of a violation of Section 1.5 of these Standard Terms and Conditions, Licensee shall be required to pay STR an amount equal to the sum of (i) the highest aggregate price that STR, in accordance with its then-current published prices, could have charged the unauthorized recipients for the Licensed Materials that are the subject of the violation, and (ii) the full price of the lowest level of republishing rights that Licensee would have been required to purchase from STR in order to have the right to make the unauthorized distribution, regardless of whether Licensee has previously paid for any lower level of republishing rights, and (iii) fifteen percent (15%) of the total of the previous two items. This provision shall survive indefinitely the expiration or termination of this Agreement for any reason.

STR's option, all copies of the Licensed Materials and all other information relating thereto in Licensee's possession or control as of the such date. This provision shall survive indefinitely the expiration or termination of this Agreement for any reason.

law. Any claims or actions regarding or arising out of this Agreement shall be brought exclusively in a court of competent jurisdiction located in Nashville, Tennessee, and the parties expressly consent to personal jurisdiction thereof. The parties also expressly waive any objections to venue.

3.4 Assignment. Licensee is prohibited from assigning this Agreement or delegating any of its duties under this Agreement without the prior written consent of STR.

partnership or joint venture relationship.

3.5 Notices. All notices required or permitted to be given hereunder shall be in writing and shall be deemed given (i) when delivered in person, at the time of such delivery, (ii) when delivered by facsimile transmission or e-mail, at the time of transmission (provided, however, that notice delivered by facsimile transmission shall only be effective if such notice is also delivered by hand or deposited in the United States mail, postage prepaid, registered, certified or express mail or by courier service within two (2) business days after its delivery by facsimile transmission); (iii) when delivered by a courier service or by express mail, at the time of receipt; or (iv) five (5) business days after being deposited in the United States mail, postage prepaid, registered or certified mail, addressed (in any such case) to the addresses listed on the first page of this Agreement or to such other address as either party may notify the other in writing.

P R O J E C T P L A N

OUR PROPOSAL INCLUDES THE DEVELOPMENT OF A NEW HOTEL, AN APARTMENT PROJECT, A PARKING GARAGE AND THE REDEVELOPMENT OF THE STATE SUPREME COURTHOUSE.

HOTEL

The hotel is proposed to be an ALoft brand hotel by Starwood Hotels. The hotel is proposed to be 170 rooms with meeting space, fitness center, business center and all amenities of a first class hotel. The proposed hotel will be operated by White Lodging.

APARTMENT

The apartment building is proposed to be 230 units of 1 and 2 bedroom apartment homes including amenities such as: a bicycle center, business center, coffee shop, pool and all amenities of a first class apartment home project in an urban setting.

PARKING GARAGE

The concrete parking structure is proposed to serve the hotel, apartments and retail facilities. The parking garage is proposed to be 490 spaces.

RESTAURANT

The State Supreme Courthouse is proposed to be renovated into a restaurant operated by Aubrey's Inc.

PET DAYCARE

In addition, a PetSafe pet daycare facility is proposed for the site.

BICYCLE SHARING

We propose a bicycle sharing facility in conjunction with Legacy Parks for the site.

DEVELOPMENT PRO FORMA**APARTMENT**

UNIT MIX SUMMARY			
		QUANTITY	% OF TOTAL
1 BEDROOMS		55	24%
2 BEDROOMS		110	48%
3 BEDROOMS		65	28%
TOTAL		230	100%
AVG UNIT SIZE			732 SF
DENSITY	1.47 ACRES		156.5 UNITS / ACRE
DEVELOPMENT COST & SCHEDULE			
	TOTAL	PER SF	PER UNIT
TOTAL DEVELOPMENT COST	\$47,426,767	\$281.54	\$206,203
BEGIN CONSTRUCTION	OCTOBER '17		
DELIVER FIRST UNITS	FEBRUARY '19		
COMPLETE CONSTRUCTION	MAY '19		
INCOME & INVESTMENT PARAMETERS			
AVG RENT PER UNIT			\$1,494
AVG RENT PER SF			\$2.04
NET OPERATING INCOME			\$2,913,675
STABILIZED RETURN ON TOTAL DEVELOPMENT COST			6.14%
EQUITY & DEBT FINANCING			
	AMOUNT	% OF TOTAL COST	
INVESTORS	\$12,809,030	27%	
BRISTOL/AFFILIATES	\$1,419,000	3%	
BANK	\$33,198,737	70%	
TOTAL DEVELOPMENT COST	\$47,426,767	100%	
LOAN AMOUNT TO TOTAL COST		70%	

DISCLAIMER This Preliminary Project Summary includes projections of future results and forward looking statements for a Project which may or may not occur and, if it does occur, may or may not perform at the projected levels. These projections represent Bristol's current best estimate regarding the development, operation and sale of the project based on current information and past experience. These projections are estimates. No representations of any kind are made regarding the correctness or accuracy of these projections. These projections are based on assumptions regarding, among other things, the timing and cost of the completion of the Project, rental rates, occupancy rates, operating results, cost of capital, competitive environment, and the timing, cap rate and ability to sell the Project at an indefinite date. Some or all of these assumptions may be wrong. These projections have not been reviewed or passed on by any third parties. Provision of the Preliminary Project Summary does not constitute an offer to invest in the Project, which may only be made by delivery of an Investment Memorandum and a Subscription Agreement in respect to the Project.

APARTMENTS DEVELOPMENT BUDGET			
LAND & RELATED	BUDGET	PER SF	PER UNIT
LAND	\$1,300,000	\$7.72	\$5,652
PERMITS & FEES	\$145,000	\$0.86	\$630
TOTAL	\$1,445,000	\$8.58	\$6,283
CONSTRUCTION & OTHER HARD COSTS			
CONSTRUCTION COSTS	\$35,569,273	\$211.15	\$154,649
RETAIL SHELL CONSTRUCTION COSTS	\$600,000	\$3.56	\$2,609
FURNITURE, FIXTURES, & EQUIPMENT	\$792,500	\$4.70	\$3,446
CONTINGENCY	\$2,550,000	\$15.14	\$11,087
TOTAL	\$39,511,773	\$234.55	\$171,790
DESIGN & CONSULTANTS			
ARCHITECTS, ENGINEERS, & CONSULTANTS	\$1,744,655	\$10.36	\$7,585
FINANCING COSTS			
FINANCING COSTS	\$574,000	\$3.41	\$2,496
INTEREST RESERVE	\$1,100,000	\$6.53	\$4,783
WORKING CAPITAL	\$160,000	\$0.95	\$696
TOTAL	\$1,834,000	\$10.89	\$7,974
OTHER SOFT COSTS			
BUILDERS' RISK & GL INSURANCE	\$402,339	\$2.39	\$1,749
LEGAL, TITLE, & CLOSING	\$275,000	\$1.63	\$1,196
PROPERTY TAXES DURING CONSTRUCTION	\$75,000	\$0.45	\$326
MARKET STUDY & APPRAISAL	\$8,500	\$0.05	\$37
MARKETING & PRE-OPENING OPERATIONS	\$380,500	\$2.26	\$1,654
MISC. SOFT COSTS	\$110,000	\$0.65	\$478
TOTAL	\$1,251,339	\$7.43	\$5,441
EXPENSES AFTER NOI			
CONSTRUCTION MANAGEMENT	\$240,000	\$1.42	\$1,043
DEVELOPMENT FEE	\$1,400,000	\$8.31	\$6,087
TOTAL	\$1,640,000	\$9.74	\$7,130
TOTAL DEVELOPMENT COST	\$47,426,767	\$281.54	\$206,203

PLEASE SEE THE DISCLAIMER ON PAGE 199

230 UNITS

168,455 NET SF

STABILIZED PRO FORMA				
INCOME	QUANTITY	MONTHLY AMOUNT PER UNIT	MONTHLY TOTAL	ANNUAL TOTAL
GROSS POTENTIAL INCOME	230	@ \$1,494 AVE/UNIT	\$343,564	\$4,122,762
RENT PREMIUMS	58	@ \$40	\$2,300	\$27,600
STORAGE INCOME	30	@ \$50	\$1,500	\$18,000
BIKE STORAGE	40	\$25	\$1,000	\$12,000
RETAIL INCOME	7,500	@ \$1.50	\$11,250	\$135,000
MISCELLANEOUS INCOME	3.00%		\$10,788	\$129,461
TOTAL POTENTIAL INCOME			\$370,402	\$4,444,823
LESS VACANCY LOSS	7.00%		(\$25,928)	(\$311,138)
EFFECTIVE GROSS INCOME			\$344,474	\$4,133,685
EXPENSES		ANNUAL AMOUNT PER UNIT		
GENERAL & ADMINISTRATIVE		\$250	\$4,792	\$57,500
ADVERTISING & PROMOTIONAL		\$250	\$4,792	\$57,500
REPAIRS & MAINTENANCE		\$450	\$8,625	\$103,500
CONTRACT SERVICES		\$300	\$5,750	\$69,000
PAYROLL		\$1,350	\$25,875	\$310,500
UTILITIES		\$500	\$9,583	\$115,000
PROPERTY MANAGEMENT FEE	3.00%	\$539	\$10,334	\$124,011
REAL ESTATE TAXES		\$1,150	\$22,042	\$264,500
RETAIL OPERATING EXPENSES		\$65	\$1,250	\$15,000
INSURANCE		\$250	\$4,792	\$57,500
CAPITAL RESERVES		\$200	\$3,833	\$46,000
OPERATING EXPENSES AND RESERVES		\$5,304	\$101,668	\$1,220,011
NET OPERATING INCOME				\$2,913,675
STABILIZED RETURN ON COST				6.14%

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UNIT MIX & RENTAL INCOME							
						STABILIZED PRO FORMA	
MICRO UNITS	# OF UNITS	% OF TOTAL	NET SF	RENT/ MONTH	RENT/SF	MONTHLY TOTAL	ANNUAL TOTAL
STUDIO A	35	15%	465	\$1,005	\$2.16	\$35,158	\$421,890
STUDIO B	20	9%	558	\$1,176	\$2.11	\$23,520	\$282,240
TOTAL	55	24%	499	\$1,067	\$2.14	\$58,678	\$704,130
1 BEDROOMS							
1 BR/1BA	110	48%	660	\$1,372	\$2.08	\$150,920	\$1,811,040
TOTAL	110	48%	660	\$1,372	\$2.08	\$150,920	\$1,811,040
2 BEDROOMS							
2BR/2BA B	20	9%	999	\$1,960	\$1.96	\$39,200	\$470,400
2BR/2BA A	35	15%	1,008	\$1,980	\$1.96	\$69,286	\$831,432
2BR/2BA C	10	4%	1,316	\$2,548	\$1.94	\$25,480	\$305,760
TOTAL	65	28%	1,053	\$2,061	\$1.96	\$133,966	\$1,607,592
TOTALS	230	100%	168,455			\$343,564	\$4,122,762
WEIGHTED AVERAGES			732			\$1,494	\$2.04

OPERATING EXPENSES			
CONTROLLABLE EXPENSES		PER UNIT/YR	ANNUAL TOTAL
GENERAL & ADMINISTRATIVE		\$250	\$57,500
ADVERTISING & PROMOTIONAL		\$250	\$57,500
REPAIRS & MAINTENANCE		\$450	\$103,500
CONTRACT SERVICES		\$300	\$69,000
PAYROLL		\$1,350	\$310,500
UTILITIES		\$500	\$115,000
TOTAL		\$3,100	\$713,000
UNCONTROLLABLE EXPENSES			
PROPERTY MANAGEMENT FEE	3.00%	\$539	\$124,011
REAL ESTATE TAXES		\$1,150	\$264,500
RETAIL OPERATING EXPENSES	\$2.00	\$65	\$15,000
INSURANCE		\$250	\$57,500
TOTAL		\$2,004	\$461,011
CAPITAL RESERVES		\$200	\$46,000
TOTAL OPERATING EXPENSES		\$5,304	\$1,220,011

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HOTEL

ALOFT DOWNTOWN KNOXVILLE	
LAND	\$1,300,000
FEES & MISCELLANEOUS SOFT COSTS	\$3,800,000
CONSTRUCTION COST HOTEL (110,000 SF @ \$165 PSF)	\$18,150,000
CONSTRUCTION COST PARKING (170 X \$20,000)	\$3,400,000
OWNER FURNISHED MATERIALS	\$3,600,000
CONSULTANTS	\$1,600,000
OPERATIONS	\$950,000
CONTINGENCY (7.5%)	\$2,650,000
PROJECT TOTAL	\$35,450,000

SOURCES & USES	
DEVELOPER EQUITY	\$1,300,000
INVESTOR EQUITY	\$6,700,000
CONSTRUCTION DEBT	\$27,450,000

OPERATIONS PRO FORMA

APARTMENT

10 YEAR OUTLOOK					
STABILIZED YEAR		1	2	3	
YEAR ENDED		FEB '21	FEB '22	FEB '23	
ANNUAL INCOME GROWTH RATE		PRO FORMA	3%	3%	
GROSS POTENTIAL INCOME		\$4,122,762	\$4,246,445	\$4,373,838	
OTHER INCOME		\$192,600	\$198,378	\$204,329	
MISCELLANEOUS INCOME	3.0%	\$129,461	\$133,345	\$137,345	
LESS: VACANCY LOSS	7.0%	(\$311,138)	(\$320,472)	(\$330,086)	
EFFECTIVE GROSS INCOME		\$4,133,685	\$4,257,696	\$4,385,427	
ANNUAL EXPENSE GROWTH RATE					
MANAGEMENT FEE	3.0%	\$124,011	\$127,731	\$131,563	
UNCONTROLLABLE EXPENSES		\$337,000	\$347,110	\$357,523	
CONTROLLABLE EXPENSES		\$713,000	\$734,390	\$756,422	
CAPITAL RESERVES		\$46,000	\$47,380	\$48,801	
OPERATING EXPENSES AND RESERVES		\$1,220,011	\$1,256,611	\$1,294,309	
NET OPERATING INCOME					
UNLEVERAGED RETURN ON COST		6.14%	6.33%	6.52%	
NET OPERATING INCOME		\$2,913,675	\$3,001,085	\$3,091,117	
NET CASH FLOW DURING LEASE UP	\$319,656				
LESS: INTEREST ONLY DEBT SERVICE	(\$130,144)	\$0			
LESS: PERMANENT LOAN DEBT SERVICE		(\$2,104,589)	(\$2,295,915)	(\$2,295,915)	
NET CASH FLOW		\$998,598	\$705,170	\$795,202	
CURRENT PREFERRED RETURN PAID					
INVESTORS	9.0%	\$899,005	\$634,841	\$715,895	
BRISTOL/AFFILIATES	9.0%	\$99,593	\$70,329	\$79,308	
TOTAL CURRENT PREFERRED RETURN PAID		\$998,598	\$705,170	\$795,202	
ACCRUED PREFERRED RETURN PAID					
INVESTORS		\$0	\$0	\$0	
BRISTOL/AFFILIATES		\$0	\$0	\$0	
TOTAL ACCRUED PREFERRED RETURN PAID	\$0	\$0	\$0	\$0	
RESIDUAL CASH FLOW PAID					
INVESTORS	45.0%	\$0	\$0	\$0	
BRISTOL/AFFILIATES	5.0%	\$0	\$0	\$0	
0	50.0%	\$0	\$0	\$0	
TOTAL RESIDUAL CASH FLOW		\$0	\$0	\$0	
TOTAL CASH FLOWS					
INVESTORS					
CASH FLOW FROM OPERATIONS		\$899,005	\$634,841	\$715,895	
ANNUAL RETURN ON EQUITY		7.02%	4.96%	5.59%	
BRISTOL/AFFILIATES					
CASH FLOW FROM OPERATIONS		\$99,593	\$70,329	\$79,308	
ANNUAL RETURN ON EQUITY		7.02%	4.96%	5.59%	
0		\$0	\$0	\$0	

	4	5	6	7	8	9	10
	FEB '24	FEB '25	FEB '26	FEB '27	FEB '28	FEB '29	FEB '30
	3%	3%	3%	3%	3%	3%	3%
	\$4,505,053	\$4,640,205	\$4,779,411	\$4,922,793	\$5,070,477	\$5,222,592	\$5,379,269
	\$210,459	\$216,773	\$223,276	\$229,974	\$236,874	\$243,980	\$251,299
	\$141,465	\$145,709	\$150,081	\$154,583	\$159,221	\$163,997	\$168,917
	(\$339,988)	(\$350,188)	(\$360,694)	(\$371,515)	(\$382,660)	(\$394,140)	(\$405,964)
	\$4,516,989	\$4,652,499	\$4,792,074	\$4,935,836	\$5,083,911	\$5,236,429	\$5,393,522
	\$135,510	\$139,575	\$143,762	\$148,075	\$152,517	\$157,093	\$161,806
	\$368,249	\$379,296	\$390,675	\$402,396	\$414,467	\$426,902	\$439,709
	\$779,114	\$802,488	\$826,562	\$851,359	\$876,900	\$903,207	\$930,303
	\$50,265	\$51,773	\$53,327	\$54,926	\$56,574	\$58,271	\$60,020
	\$1,333,138	\$1,373,133	\$1,414,327	\$1,456,756	\$1,500,459	\$1,545,473	\$1,591,837
	6.71%	6.91%	7.12%	7.34%	7.56%	7.78%	8.02%
	\$3,183,851	\$3,279,367	\$3,377,748	\$3,479,080	\$3,583,452	\$3,690,956	\$3,801,685
	(\$2,295,915)	(\$2,295,915)	(\$2,295,915)	(\$2,295,915)	(\$2,295,915)	(\$2,295,915)	(\$2,295,915)
	\$887,936	\$983,451	\$1,081,832	\$1,183,165	\$1,287,537	\$1,395,041	\$1,505,770
	\$799,380	\$885,369	\$973,938	\$1,065,165	\$1,159,128	\$1,255,910	\$1,355,595
	\$88,556	\$98,082	\$107,894	\$118,000	\$128,410	\$139,131	\$150,174
	\$887,936	\$983,451	\$1,081,832	\$1,183,165	\$1,287,537	\$1,395,041	\$1,505,770
	\$0	\$0	\$0	\$0	\$0	\$0	\$0
	\$0	\$0	\$0	\$0	\$0	\$0	\$0
	\$0	\$0	\$0	\$0	\$0	\$0	
	\$0	\$0	\$0	\$0	\$0	\$0	\$0
	\$0	\$0	\$0	\$0	\$0	\$0	\$0
	\$0	\$0	\$0	\$0	\$0	\$0	\$0
	\$0	\$0	\$0	\$0	\$0	\$0	\$0
	\$799,380	\$885,369	\$973,938	\$1,065,165	\$1,159,128	\$1,255,910	\$1,355,595
	6.24%	6.91%	7.60%	8.32%	9.05%	9.80%	10.58%
	\$88,556	\$98,082	\$107,894	\$118,000	\$128,410	\$139,131	\$150,174
	6.24%	6.91%	7.60%	8.32%	9.05%	9.80%	10.58%
	\$0	\$0	\$0	\$0	\$0	\$0	\$0

10 YEAR OUTLOOK					
PROPERTY SALE ANALYSIS					
NET OPERATING INCOME		\$2,913,675	\$3,001,085	\$3,091,117	
CAP RATE:	5.25%				
PROPERTY SALE PRICE		\$55,498,566	\$57,163,523	\$58,878,428	
LESS: COST OF SALE	1.50%	(\$832,478)	(\$857,453)	(\$883,176)	
NET SALES PROCEEDS		\$54,666,087	\$56,306,070	\$57,995,252	
LESS: OUTSTANDING LOAN BALANCE		(\$33,281,579)	(\$32,804,237)	(\$32,299,969)	
LESS: EQUITY REPAYMENT					
INVESTORS		(\$12,809,030)	(\$12,809,030)	(\$12,809,030)	
BRISTOL/AFFILIATES		(\$1,419,000)	(\$1,419,000)	(\$1,419,000)	
LESS: OUTSTANDING PREFERRED RETURN					
INVESTORS		(\$2,973,632)	(\$3,759,230)	(\$4,534,479)	
BRISTOL/AFFILIATES		(\$329,423)	(\$416,452)	(\$502,335)	
REMAINING PROCEEDS		\$3,853,424	\$5,098,121	\$6,430,439	
REMAINING PROCEEDS DISTRIBUTION					
INVESTORS	45.0%	\$1,734,556	\$2,294,836	\$2,894,557	
BRISTOL/AFFILIATES	5.0%	\$192,156	\$254,225	\$320,663	
DEVELOPER PROMOTE	50.0%	\$1,926,712	\$2,549,061	\$3,215,220	
		\$3,853,424	\$5,098,121	\$6,430,439	
CUMULATIVE CASH FLOW & NET PROCEEDS FROM SALE					
INVESTORS		\$5,607,193	\$7,587,913	\$9,678,777	
EQUITY MULTIPLE		1.44X	1.59X	1.76X	
IRR		12.7%	12.4%	12.2%	
BRISTOL/AFFILIATES		\$621,172	\$840,598	\$1,072,227	
EQUITY MULTIPLE		1.44X	1.59X	1.76X	
IRR		12.7%	12.4%	12.2%	
DEVELOPER PROMOTE		\$1,926,712	\$2,549,061	\$3,215,220	
TOTAL PROJECT (LEVERAGED)		\$22,383,107	\$25,205,601	\$28,194,254	
EQUITY MULTIPLE		1.57X	1.77X	1.98X	
IRR		16.1%	15.5%	15.0%	

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	\$3,183,851	\$3,279,367	\$3,377,748	\$3,479,080	\$3,583,452	\$3,690,956	\$3,801,685
	\$60,644,781	\$62,464,125	\$64,338,048	\$66,268,190	\$68,256,236	\$70,303,923	\$72,413,040
	(\$909,672)	(\$936,962)	(\$965,071)	(\$994,023)	(\$1,023,844)	(\$1,054,559)	(\$1,086,196)
	\$59,735,110	\$61,527,163	\$63,372,978	\$65,274,167	\$67,232,392	\$69,249,364	\$71,326,845
	(\$31,767,256)	(\$31,204,494)	(\$30,609,988)	(\$29,981,948)	(\$29,318,480)	(\$28,617,589)	(\$27,877,161)
	(\$12,809,030)	(\$12,809,030)	(\$12,809,030)	(\$12,809,030)	(\$12,809,030)	(\$12,809,030)	(\$12,809,030)
	(\$1,419,000)	(\$1,419,000)	(\$1,419,000)	(\$1,419,000)	(\$1,419,000)	(\$1,419,000)	(\$1,419,000)
	(\$5,296,015)	(\$6,040,100)	(\$6,762,583)	(\$7,458,864)	(\$8,123,847)	(\$8,751,896)	(\$9,336,784)
	(\$586,699)	(\$669,130)	(\$749,167)	(\$826,302)	(\$899,970)	(\$969,546)	(\$1,034,340)
	\$7,857,109	\$9,385,409	\$11,023,209	\$12,779,024	\$14,662,065	\$16,682,304	\$18,850,529
	\$3,536,749	\$4,224,688	\$4,961,917	\$5,752,268	\$6,599,889	\$7,509,266	\$8,485,258
	\$391,805	\$468,016	\$549,687	\$637,243	\$731,144	\$831,886	\$940,007
	\$3,928,555	\$4,692,704	\$5,511,604	\$6,389,512	\$7,331,033	\$8,341,152	\$9,425,265
	\$7,857,109	\$9,385,409	\$11,023,209	\$12,779,024	\$14,662,065	\$16,682,304	\$18,850,529
	\$11,881,885	\$14,199,278	\$16,632,929	\$19,184,725	\$21,856,456	\$24,649,793	\$27,566,267
	1.93X	2.11X	2.3X	2.5X	2.71X	2.92X	3.15X
	12.0%	11.9%	11.8%	11.7%	11.6%	11.5%	11.4%
	\$1,316,290	\$1,573,013	\$1,842,616	\$2,125,307	\$2,421,285	\$2,730,734	\$3,053,825
	1.93X	2.11X	2.3X	2.5X	2.71X	2.92X	3.15X
	12.0%	11.9%	11.8%	11.7%	11.6%	11.5%	11.4%
	\$3,928,555	\$4,692,704	\$5,511,604	\$6,389,512	\$7,331,033	\$8,341,152	\$9,425,265
	\$31,354,760	\$34,693,026	\$38,215,180	\$41,927,575	\$45,836,804	\$49,949,709	\$54,273,387
	2.2X	2.44X	2.69X	2.95X	3.22X	3.51X	3.81X
	14.6%	14.3%	14.0%	13.8%	13.5%	13.4%	13.2%

HOTEL

The following pages contain the operations pro forma for the hotel. They are confidential and for discussion purposes only.

NOTES

- *Food and Beverage revenues are projected assuming a 50-seat restaurant and 1,000 square feet of meeting space.*
- *Parking revenues are projected per market research and assumes a valet parking operation with a 50% capture ratio at \$10 per day with a C/S of 80%.*
- *Brand Fees are assumed to be standard 4.0 % of room revenue for Program Fee and 5.0% of room revenue for Royalty Fee.*
- *Property Taxes are estimated*
- *Operating projections do not assume or take into account any earned incentive management fees.*

ALOFT KNOXVILLE 2019 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,050	ROOMS OCCUPIED	41,853	
DAYS OPEN	365	OCCUPANCY %	67.45%	
AVERAGE DAILY RATE	\$129.85	REVPAR	\$87.58	
REVENUE		\$	%	PAR
ROOMS	\$5,434,585	86.9%	\$129.85	\$87.58
FOOD & BEVERAGE	\$475,703	7.6%	\$11.37	\$7.67
MINOR OPERATING DEPTS	\$79,520	1.3%	\$1.90	\$1.28
PARKING	\$261,854	4.2%	\$6.26	\$4.22
TOTAL	\$6,251,662	100.0%	\$149.37	\$100.75
DEPARTMENTAL EXPENSES				
ROOMS	\$1,213,729	22.3%	\$29.00	\$19.56
FOOD & BEVERAGE	\$285,422	60.0%	\$6.82	\$4.60
MINOR OPERATING DEPTS	\$3,976	5.0%	\$0.10	\$0.06
PARKING	\$209,483	80.0%	\$5.01	\$3.38
TOTAL	\$1,712,610	27.4%	\$40.92	\$27.60
DEPARTMENTAL PROFITS				
ROOMS	\$4,220,856	77.7%	\$100.85	\$68.02
FOOD & BEVERAGE	\$190,281	40.0%	\$4.55	\$3.07
MINOR OPERATING DEPTS	\$75,544	95.0%	\$1.81	\$1.22
PARKING	\$52,371	20.0%	\$1.25	\$0.84
TOTAL	\$4,539,052	72.6%	\$108.45	\$73.15
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$317,686	5.1%	\$7.59	\$5.12
BRAND FEE EXPENSES (% RR)	\$489,113	9.0%	\$11.69	\$7.88
ADMINISTRATIVE & GENERAL	\$412,991	6.6%	\$9.87	\$6.66
INFORMATION TECHNOLOGY	\$63,825	1.0%	\$1.52	\$1.03
PROPERTY OPERATION & MAINT.	\$254,148	4.1%	\$6.07	\$4.10
UTILITIES	\$309,710	5.0%	\$7.40	\$4.99
TOTAL	\$1,847,473	29.6%	\$44.14	\$29.77
GROSS OPERATING PROFIT	\$2,691,580	43.1%	\$64.31	\$43.38
MANAGEMENT FEES	\$187,550	3.0%	\$4.48	\$3.02
INCOME BEFORE FIXED CHARGES	\$2,504,030	40.1%	\$59.83	\$40.36
FIXED CHARGES				
INSURANCE	\$55,687	0.9%	\$1.33	\$0.90
PROPERTY & OTHER TAXES	\$300,000	4.8%	\$7.17	\$4.83
REPLACEMENT RESERVES	\$125,033	2.0%	\$2.99	\$2.02
TOTAL	\$480,720	7.7%	\$11.49	\$7.75
NET OPERATING INCOME	\$2,023,310	32.4%	\$48.34	\$32.61
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$2,023,310	32.4%	\$48.34	\$32.61

ALOFT KNOXVILLE 2020 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,050	ROOMS OCCUPIED	41,853	
DAYS OPEN	365	OCCUPANCY %	67.45%	
AVERAGE DAILY RATE	\$129.85	REVPAR	\$87.58	
REVENUE		\$	%	PAR
ROOMS	\$6,255,170	87.7%	\$143.03	\$100.53
FOOD & BEVERAGE	\$512,003	7.2%	\$11.71	\$8.23
MINOR OPERATING DEPTS	\$85,588	1.2%	\$1.96	\$1.38
PARKING	\$281,836	4.0%	\$6.44	\$4.53
TOTAL	\$7,134,597	100.0%	\$163.13	\$114.67
DEPARTMENTAL EXPENSES				
ROOMS	\$1,331,902	21.3%	\$30.45	\$21.41
FOOD & BEVERAGE	\$279,272	54.5%	\$6.39	\$4.49
MINOR OPERATING DEPTS	\$4,279	5.0%	\$0.10	\$0.07
PARKING	\$225,469	80.0%	\$5.16	\$3.62
TOTAL	\$1,840,922	25.8%	\$42.09	\$29.59
DEPARTMENTAL PROFITS				
ROOMS	\$4,923,268	78.7%	\$112.57	\$79.13
FOOD & BEVERAGE	\$232,731	45.5%	\$5.32	\$3.74
MINOR OPERATING DEPTS	\$81,309	95.0%	\$1.86	\$1.31
PARKING	\$56,367	20.0%	\$1.29	\$0.91
TOTAL	\$5,293,675	74.2%	\$121.04	\$85.08
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$332,192	4.7%	\$7.60	\$5.34
BRAND FEE EXPENSES (% RR)	\$562,965	9.0%	\$12.87	\$9.05
ADMINISTRATIVE & GENERAL	\$431,849	6.1%	\$9.87	\$6.94
INFORMATION TECHNOLOGY	\$66,191	0.9%	\$1.51	\$1.06
PROPERTY OPERATION & MAINT.	\$265,753	3.7%	\$6.08	\$4.27
UTILITIES	\$322,090	4.5%	\$7.36	\$5.18
TOTAL	\$1,981,041	27.8%	\$45.30	\$31.84
GROSS OPERATING PROFIT	\$3,312,635	46.4%	\$75.74	\$53.24
MANAGEMENT FEES	\$214,038	3.0%	\$4.89	\$3.44
INCOME BEFORE FIXED CHARGES	\$3,098,597	43.4%	\$70.85	\$49.80
FIXED CHARGES				
INSURANCE	\$57,515	0.8%	\$1.32	\$0.92
PROPERTY & OTHER TAXES	\$315,000	4.4%	\$7.20	\$5.06
REPLACEMENT RESERVES	\$214,038	3.0%	\$4.89	\$3.44
TOTAL	\$586,552	8.2%	\$13.41	\$9.43
NET OPERATING INCOME	\$2,512,044	35.2%	\$57.44	\$40.37
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$2,512,044	35.2%	\$57.44	\$40.37

ALOFT KNOXVILLE 2021 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,050	ROOMS OCCUPIED	44,676	
DAYS OPEN	365	OCCUPANCY %	72%	
AVERAGE DAILY RATE	\$152.92	REVPAR	\$110.10	
REVENUE		\$	%	PAR
ROOMS	\$6,831,752	88.1%	\$152.92	\$110.10
FOOD & BEVERAGE	\$538,717	6.9%	\$12.06	\$8.68
MINOR OPERATING DEPTS	\$90,054	1.2%	\$2.02	\$1.45
PARKING	\$296,540	3.8%	\$6.64	\$4.78
TOTAL	\$7,757,063	100.0%	\$173.63	\$125.01
DEPARTMENTAL EXPENSES				
ROOMS	\$1,381,573	20.2%	\$30.92	\$22.27
FOOD & BEVERAGE	\$290,715.55	54.0%	\$6.51	\$4.69
MINOR OPERATING DEPTS	\$4,503	5.0%	\$0.10	\$0.07
PARKING	\$237,232	80.0%	\$5.31	\$3.82
TOTAL	\$1,914,023	24.7%	\$42.84	\$30.85
DEPARTMENTAL PROFITS				
ROOMS	\$5,450,180	79.8%	\$121.99	\$87.84
FOOD & BEVERAGE	\$248,001	46.0%	\$5.55	\$4.00
MINOR OPERATING DEPTS	\$85,551	95.0%	\$1.91	\$1.38
PARKING	\$59,308	20.0%	\$1.33	\$0.96
TOTAL	\$5,843,040	75.3%	\$130.79	\$94.17
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$343,745	4.4%	\$7.69	\$5.54
BRAND FEE EXPENSES (% RR)	\$614,858	9.0%	\$13.76	\$9.91
ADMINISTRATIVE & GENERAL	\$446,869	5.8%	\$10.00	\$7.20
INFORMATION TECHNOLOGY	\$68,159	0.9%	\$1.53	\$1.10
PROPERTY OPERATION & MAINT.	\$274,996	3.5%	\$6.16	\$4.43
UTILITIES	\$334,908	4.3%	\$7.50	\$5.40
TOTAL	\$2,083,535	26.9%	\$46.64	\$33.58
GROSS OPERATING PROFIT	\$3,759,505	48.5%	\$84.15	\$60.59
MANAGEMENT FEES	\$232,712	3.0%	\$5.21	\$3.75
INCOME BEFORE FIXED CHARGES	\$3,526,793	45.5%	\$78.94	\$56.84
FIXED CHARGES				
INSURANCE	\$59,078	0.8%	\$1.32	\$0.95
PROPERTY & OTHER TAXES	\$330,750	4.3%	\$7.40	\$5.33
REPLACEMENT RESERVES	\$310,283	4.0%	\$6.95	\$5.00
TOTAL	\$700,111	9.0%	\$15.67	\$11.28
NET OPERATING INCOME	\$2,826,683	36.4%	\$63.27	\$45.55
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$2,826,683	36.4%	\$63.27	\$45.55

ALOFT KNOXVILLE 2022 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,050	ROOMS OCCUPIED	44, 676	
DAYS OPEN	365	OCCUPANCY %	72%	
AVERAGE DAILY RATE	\$157.51	REVPAR	\$113.40	
REVENUE		\$	%	POR PAR
ROOMS	\$7,036,705	88.1%	\$157.51	\$113.40
FOOD & BEVERAGE	\$554,878	6.9%	\$12.42	\$8.94
MINOR OPERATING DEPTS	\$92,755	1.2%	\$2.08	\$1.49
PARKING	\$305,437	3.8%	\$6.84	\$4.92
TOTAL	\$7,989,775	100.0%	\$178.84	\$128.76
DEPARTMENTAL EXPENSES				
ROOMS	\$1,423,020	20.2%	\$31.85	\$22.93
FOOD & BEVERAGE	\$299,634	54.0%	\$6.71	\$4.83
MINOR OPERATING DEPTS	\$4,638	5.0%	\$0.10	\$0.07
PARKING	\$244,349	80.0%	\$5.47	\$3.94
TOTAL	\$1,971,641	24.7%	\$44.13	\$31.78
DEPARTMENTAL PROFITS				
ROOMS	\$5,613,685	79.8%	\$125.65	\$90.47
FOOD & BEVERAGE	\$255,244	46.0%	\$5.71	\$4.11
MINOR OPERATING DEPTS	\$88,118	95.0%	\$1.97	\$1.42
PARKING	\$61,087	20.0%	\$1.37	\$0.98
TOTAL	\$6,018,134	75.3%	\$134.71	\$96.99
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$354,058	4.4%	\$7.93	\$5.71
BRAND FEE EXPENSES (% RR)	\$633,303	9.0%	\$14.18	\$10.21
ADMINISTRATIVE & GENERAL	\$460,275	5.8%	\$10.30	\$7.42
INFORMATION TECHNOLOGY	\$70,204	0.9%	\$1.57	\$1.13
PROPERTY OPERATION & MAINT.	\$283,246	3.5%	\$6.34	\$4.56
UTILITIES	\$344,955	4.3%	\$7.72	\$5.56
TOTAL	\$2,146,041	26.9%	\$48.04	\$34.59
GROSS OPERATING PROFIT	\$3,872,093	48.5%	\$86.67	\$62.40
MANAGEMENT FEES	\$239,693	3.0%	\$5.37	\$3.86
INCOME BEFORE FIXED CHARGES	\$3,632,400	45.5%	\$81.31	\$58.54
FIXED CHARGES				
INSURANCE	\$60,850	0.8%	\$1.36	\$0.98
PROPERTY & OTHER TAXES	\$347,288	4.3%	\$7.77	\$5.60
REPLACEMENT RESERVES	\$399,489	5.0%	\$8.94	\$6.44
TOTAL	\$807,627	10.1%	\$18.08	\$13.02
NET OPERATING INCOME	\$2,824,773	35.4%	\$63.23	\$45.52
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$2,824,773	35.4%	\$63.23	\$45.52

ALOFT KNOXVILLE 2023 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,050	ROOMS OCCUPIED	44,676	
DAYS OPEN	365	OCCUPANCY %	72%	
AVERAGE DAILY RATE	\$162.23	REVPAR	\$116.81	
REVENUE		\$	%	PAR
ROOMS	\$7,247,806	88.1%	\$162.23	\$116.81
FOOD & BEVERAGE	\$571,525	6.9%	\$12.79	\$9.21
MINOR OPERATING DEPTS	\$95,538	1.2%	\$2.14	\$1.54
PARKING	\$314,600	3.8%	\$7.04	\$5.07
TOTAL	\$8,229,468	100.0%	\$184.20	\$132.63
DEPARTMENTAL EXPENSES				
ROOMS	\$1,465,710	20.2%	\$32.81	\$23.62
FOOD & BEVERAGE	\$308,420	54.0%	\$6.90	\$4.97
MINOR OPERATING DEPTS	\$4,777	5.0%	\$0.11	\$0.08
PARKING	\$251,680	80.0%	\$5.63	\$4.06
TOTAL	\$2,030,587	24.7%	\$45.45	\$32.73
DEPARTMENTAL PROFITS				
ROOMS	\$5,782,096	79.8%	\$129.42	\$93.18
FOOD & BEVERAGE	\$263,105	46.0%	\$5.89	\$4.24
MINOR OPERATING DEPTS	\$90,761	95.0%	\$2.03	\$1.46
PARKING	\$62,920	20.0%	\$1.41	\$1.01
TOTAL	\$6,198,881	75.3%	\$138.75	\$99.90
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$364,679	4.4%	\$8.16	\$5.88
BRAND FEE EXPENSES (% RR)	\$652,303	9.0%	\$14.60	\$10.51
ADMINISTRATIVE & GENERAL	\$474,083	5.8%	\$10.61	\$7.64
INFORMATION TECHNOLOGY	\$72,310	0.9%	\$1.62	\$1.17
PROPERTY OPERATION & MAINT.	\$291,743	3.5%	\$6.53	\$4.70
UTILITIES	\$355,304	4.3%	\$7.95	\$5.73
TOTAL	\$2,210,422	26.9%	\$49.48	\$35.62
GROSS OPERATING PROFIT	\$3,988,459	48.5%	\$89.28	\$64.28
MANAGEMENT FEES	\$246,884	3.0%	\$5.53	\$3.98
INCOME BEFORE FIXED CHARGES	\$3,741,575	45.5%	\$83.75	\$60.30
FIXED CHARGES				
INSURANCE	\$62,676	0.8%	\$1.40	\$1.01
PROPERTY & OTHER TAXES	\$364,652	4.4%	\$8.16	\$5.88
REPLACEMENT RESERVES	\$411,473	5.0%	\$9.21	\$6.63
TOTAL	\$838,801	10.2%	\$18.78	\$13.52
NET OPERATING INCOME	\$2,902,774	35.3%	\$64.97	\$46.78
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$2,902,774	35.3%	\$64.97	\$46.78

ALOFT KNOXVILLE 2024 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,220	ROOMS OCCUPIED	44, 798	
DAYS OPEN	366	OCCUPANCY %	72%	
AVERAGE DAILY RATE	\$167.10	REVPAR	\$120.31	
REVENUE		\$	%	PAR
ROOMS	\$7,485,693	88.1%	\$167.10	\$120.31
FOOD & BEVERAGE	\$590,283	6.9%	\$13.18	\$9.49
MINOR OPERATING DEPTS	\$98,674	1.2%	\$2.20	\$1.59
PARKING	\$324,926	3.8%	\$7.25	\$5.22
TOTAL	\$8,499,575	100.0%	\$189.73	\$136.61
DEPARTMENTAL EXPENSES				
ROOMS	\$1,513,818	20.2%	\$33.79	\$24.33
FOOD & BEVERAGE	\$318,543	54.0%	\$7.11	\$5.12
MINOR OPERATING DEPTS	\$4,934	5.0%	\$0.11	\$0.08
PARKING	\$259,940	80.0%	\$5.80	\$4.18
TOTAL	\$2,097,235	24.7%	\$46.81	\$33.71
DEPARTMENTAL PROFITS				
ROOMS	\$5,971,875	79.8%	\$133.31	\$95.98
FOOD & BEVERAGE	\$271,740	46.0%	\$6.07	\$4.37
MINOR OPERATING DEPTS	\$93,740	95.0%	\$2.09	\$1.51
PARKING	\$64,985	20.0%	\$1.45	\$1.04
TOTAL	\$6,402,341	75.3%	\$142.91	\$102.90
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$376,649	4.4%	\$8.41	\$6.05
BRAND FEE EXPENSES (% RR)	\$673,712	9.0%	\$15.04	\$10.83
ADMINISTRATIVE & GENERAL	\$489,643	5.8%	\$10.93	\$7.87
INFORMATION TECHNOLOGY	\$74,683	0.9%	\$1.67	\$1.20
PROPERTY OPERATION & MAINT.	\$301,319	3.5%	\$6.73	\$4.84
UTILITIES	\$366,966	4.3%	\$8.19	\$5.90
TOTAL	\$2,282,973	26.9%	\$50.96	\$36.69
GROSS OPERATING PROFIT	\$4,119,368	48.5%	\$91.95	\$66.21
MANAGEMENT FEES	\$254,987	3.0%	\$5.69	\$4.10
INCOME BEFORE FIXED CHARGES	\$3,864,381	45.5%	\$86.26	\$62.11
FIXED CHARGES				
INSURANCE	\$64,733	0.8%	\$1.44	\$1.04
PROPERTY & OTHER TAXES	\$382,884	4.5%	\$8.55	\$6.15
REPLACEMENT RESERVES	\$424,979	5.0%	\$9.49	\$6.83
TOTAL	\$872,596	10.3%	\$19.48	\$14.02
NET OPERATING INCOME	\$2,991,784	35.2%	\$66.78	\$48.08
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$2,991,784	35.2%	\$66.78	\$48.08

ALOFT KNOXVILLE 2025 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,050	ROOMS OCCUPIED	44, 676	
DAYS OPEN	365	OCCUPANCY %	72%	
AVERAGE DAILY RATE	\$172.11	REVPAR	\$123.92	
REVENUE		\$	%	PAR
ROOMS	\$7,689,197	88.1%	\$172.11	\$123.92
FOOD & BEVERAGE	\$606,331	6.9%	\$13.57	\$9.77
MINOR OPERATING DEPTS	\$101,356	1.2%	\$2.27	\$1.63
PARKING	\$333,759	3.8%	\$7.47	\$5.38
TOTAL	\$8,730,643	100.0%	\$195.42	\$140.70
DEPARTMENTAL EXPENSES				
ROOMS	\$1,554,972	20.2%	\$34.81	\$25.06
FOOD & BEVERAGE	\$327,203	54.0%	\$7.32	\$5.27
MINOR OPERATING DEPTS	\$5,068	5.0%	\$0.11	\$0.08
PARKING	\$267,007	80.0%	\$5.98	\$4.30
TOTAL	\$2,154,250	24.7%	\$48.22	\$34.72
DEPARTMENTAL PROFITS				
ROOMS	\$6,134,225	79.8%	\$137.30	\$98.86
FOOD & BEVERAGE	\$279,128	46.0%	\$6.25	\$4.50
MINOR OPERATING DEPTS	\$96,289	95.0%	\$2.16	\$1.55
PARKING	\$66,752	20.0%	\$1.49	\$1.08
TOTAL	\$6,576,393	75.3%	\$147.20	\$105.99
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$386,888	4.4%	\$8.66	\$6.24
BRAND FEE EXPENSES (% RR)	\$692,028	9.0%	\$15.49	\$11.15
ADMINISTRATIVE & GENERAL	\$502,955	5.8%	\$11.26	\$8.11
INFORMATION TECHNOLOGY	\$76,713	0.9%	\$1.72	\$1.24
PROPERTY OPERATION & MAINT.	\$309,511	3.5%	\$6.93	\$4.99
UTILITIES	\$376,942	4.3%	\$8.44	\$6.07
TOTAL	\$2,345,037	26.9%	\$52.49	\$37.79
GROSS OPERATING PROFIT	\$4,231,356	48.5%	\$94.71	\$68.19
MANAGEMENT FEES	\$261,919	3.0%	\$5.86	\$4.22
INCOME BEFORE FIXED CHARGES	\$3,969,437	45.5%	\$88.85	\$63.97
FIXED CHARGES				
INSURANCE	\$66,493	0.8%	\$1.49	\$1.07
PROPERTY & OTHER TAXES	\$402,029	4.6%	\$9.00	\$6.48
REPLACEMENT RESERVES	\$436,532	5.0%	\$9.77	\$7.04
TOTAL	\$905,054	10.4%	\$20.26	\$14.59
NET OPERATING INCOME	\$3,064,383	35.1%	\$68.59	\$49.39
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$3,064,383	35.1%	\$68.59	\$49.39

ALOFT KNOXVILLE 2026 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,050	ROOMS OCCUPIED	44,676	
DAYS OPEN	365	OCCUPANCY %	72%	
AVERAGE DAILY RATE	\$177.27	REVPAR	\$127.64	
REVENUE		\$	%	PAR
ROOMS	\$7,919,873	88.1%	\$177.27	\$127.64
FOOD & BEVERAGE	\$624,521	6.9%	\$13.98	\$10.06
MINOR OPERATING DEPTS	\$104,397	1.2%	\$2.34	\$1.68
PARKING	\$343,772	3.8%	\$7.69	\$5.54
TOTAL	\$8,992,562	100.0%	\$201.28	\$144.92
DEPARTMENTAL EXPENSES				
ROOMS	\$1,601,621	20.2%	\$35.85	\$25.81
FOOD & BEVERAGE	\$337,019	54.0%	\$7.54	\$5.43
MINOR OPERATING DEPTS	\$5,220	5.0%	\$0.12	\$0.08
PARKING	\$275,017	80.0%	\$6.16	\$4.43
TOTAL	\$2,218,877	24.7%	\$49.67	\$35.76
DEPARTMENTAL PROFITS				
ROOMS	\$6,318,252	79.8%	\$141.42	\$101.83
FOOD & BEVERAGE	\$287,502	46.0%	\$6.44	\$4.63
MINOR OPERATING DEPTS	\$99,177	95.0%	\$2.22	\$1.60
PARKING	\$68,754	20.0%	\$1.54	\$1.11
TOTAL	\$6,773,685	75.3%	\$151.62	\$109.16
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$398,495	4.4%	\$8.92	\$6.42
BRAND FEE EXPENSES (% RR)	\$712,789	9.0%	\$15.95	\$11.49
ADMINISTRATIVE & GENERAL	\$518,043	5.8%	\$11.60	\$8.35
INFORMATION TECHNOLOGY	\$79,015	0.9%	\$1.77	\$1.27
PROPERTY OPERATION & MAINT.	\$318,796	3.5%	\$7.14	\$5.14
UTILITIES	\$388,250	4.3%	\$8.69	\$6.26
TOTAL	\$2,415,388	26.9%	\$54.06	\$38.93
GROSS OPERATING PROFIT	\$4,358,297	48.5%	\$97.55	\$70.24
MANAGEMENT FEES	\$269,777	3.0%	\$6.04	\$4.35
INCOME BEFORE FIXED CHARGES	\$4,088,520	45.5%	\$91.51	\$65.89
FIXED CHARGES				
INSURANCE	\$68,488	0.8%	\$1.53	\$1.10
PROPERTY & OTHER TAXES	\$422,130	4.7%	\$9.45	\$6.80
REPLACEMENT RESERVES	\$449,628	5.0%	\$10.06	\$7.25
TOTAL	\$940,246	10.5%	\$21.05	\$15.15
NET OPERATING INCOME	\$3,148,274	35.0%	\$70.47	\$50.74
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$3,148,274	35.0%	\$70.47	\$50.74

ALOFT KNOXVILLE 2027 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,050	ROOMS OCCUPIED	44,676	
DAYS OPEN	365	OCCUPANCY %	72%	
AVERAGE DAILY RATE	\$182.59	REVPAR	\$131.47	
REVENUE		\$	%	PAR
ROOMS	\$8,157,469	88.1%	\$182.59	\$131.47
FOOD & BEVERAGE	\$643,256	6.9%	\$14.40	\$10.37
MINOR OPERATING DEPTS	\$107,529	1.2%	\$2.41	\$1.73
PARKING	\$354,085	3.8%	\$7.93	\$5.71
TOTAL	\$9,262,339	100.0%	\$207.32	\$149.27
DEPARTMENTAL EXPENSES				
ROOMS	\$1,649,670	20.2%	\$36.93	\$26.59
FOOD & BEVERAGE	\$347,130	54.0%	\$7.77	\$5.59
MINOR OPERATING DEPTS	\$5,376	5.0%	\$0.12	\$0.09
PARKING	\$283,268	80.0%	\$6.34	\$4.57
TOTAL	\$2,285,444	24.7%	\$51.16	\$36.83
DEPARTMENTAL PROFITS				
ROOMS	\$6,507,799	79.8%	\$145.67	\$104.88
FOOD & BEVERAGE	\$296,127	46.0%	\$6.63	\$4.77
MINOR OPERATING DEPTS	\$102,153	95.0%	\$2.29	\$1.65
PARKING	\$70,817	20.0%	\$1.59	\$1.14
TOTAL	\$6,976,896	75.3%	\$156.17	\$112.44
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$410,450	4.4%	\$9.19	\$6.61
BRAND FEE EXPENSES (% RR)	\$734,172	9.0%	\$16.43	\$11.83
ADMINISTRATIVE & GENERAL	\$533,585	5.8%	\$11.94	\$8.60
INFORMATION TECHNOLOGY	\$81,385	0.9%	\$1.82	\$1.31
PROPERTY OPERATION & MAINT.	\$328,360	3.5%	\$7.35	\$5.29
UTILITIES	\$399,898	4.3%	\$8.95	\$6.44
TOTAL	\$2,487,850	26.9%	\$55.69	\$40.09
GROSS OPERATING PROFIT	\$4,489,046	48.5%	\$100.48	\$72.35
MANAGEMENT FEES	\$277,870	3.0%	\$6.22	\$4.48
INCOME BEFORE FIXED CHARGES	\$4,211,176	45.5%	\$94.26	\$67.87
FIXED CHARGES				
INSURANCE	\$70,542	0.8%	\$1.58	\$1.14
PROPERTY & OTHER TAXES	\$443,237	4.8%	\$9.92	\$7.14
REPLACEMENT RESERVES	\$463,117	5.0%	\$10.37	\$7.46
TOTAL	\$976,896	10.5%	\$21.87	\$15.74
NET OPERATING INCOME	\$3,234,280	34.9%	\$72.39	\$52.12
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$3,234,280	34.9%	\$72.39	\$52.12

ALOFT KNOXVILLE 2028 FULL YEAR FORECAST				
ROOMS AVAILABLE	62,220	ROOMS OCCUPIED	44,798	
DAYS OPEN	366	OCCUPANCY %	72%	
AVERAGE DAILY RATE	\$188.07	REVPAR	\$135.41	
REVENUE		\$	%	PAR
ROOMS	\$8,425,213	88.1%	\$188.07	\$135.41
FOOD & BEVERAGE	\$664,369	6.9%	\$14.83	\$10.68
MINOR OPERATING DEPTS	\$111,058	1.2%	\$2.48	\$1.78
PARKING	\$365,707	3.8%	\$8.16	\$5.88
TOTAL	\$9,566,347	100.0%	\$213.54	\$153.75
DEPARTMENTAL EXPENSES				
ROOMS	\$1,703,815	20.2%	\$38.03	\$27.38
FOOD & BEVERAGE	\$358,523	54.0%	\$8.00	\$5.76
MINOR OPERATING DEPTS	\$5,553	5.0%	\$0.12	\$0.09
PARKING	\$292,565	80.0%	\$6.53	\$4.70
TOTAL	\$2,360,456	24.7%	\$52.69	\$37.94
DEPARTMENTAL PROFITS				
ROOMS	\$6,721,398	79.8%	\$150.04	\$108.03
FOOD & BEVERAGE	\$305,846	46.0%	\$6.83	\$4.92
MINOR OPERATING DEPTS	\$105,505	95.0%	\$2.36	\$1.70
PARKING	\$73,141	20.0%	\$1.63	\$1.18
TOTAL	\$7,205,891	75.3%	\$160.85	\$115.81
UNDISTRIBUTED OPERATING EXPENSES				
SALES & MARKETING	\$423,922	4.4%	\$9.46	\$6.81
BRAND FEE EXPENSES (% RR)	\$758,269	9.0%	\$16.93	\$12.19
ADMINISTRATIVE & GENERAL	\$551,098	5.8%	\$12.30	\$8.86
INFORMATION TECHNOLOGY	\$84,057	0.9%	\$1.88	\$1.35
PROPERTY OPERATION & MAINT.	\$339,137	3.5%	\$7.57	\$5.45
UTILITIES	\$413,023	4.3%	\$9.22	\$6.64
TOTAL	\$2,569,506	26.9%	\$57.36	\$41.30
GROSS OPERATING PROFIT	\$4,636,385	48.5%	\$103.49	\$74.52
MANAGEMENT FEES	\$286,990	3.0%	\$6.41	\$4.61
INCOME BEFORE FIXED CHARGES	\$4,349,395	45.5%	\$97.09	\$69.90
FIXED CHARGES				
INSURANCE	\$72,858	0.8%	\$1.63	\$1.17
PROPERTY & OTHER TAXES	\$465,398	4.9%	\$10.39	\$7.48
REPLACEMENT RESERVES	\$478,317	5.0%	\$10.68	\$7.69
TOTAL	\$1,016,574	10.6%	\$22.69	\$16.34
NET OPERATING INCOME	\$3,332,821	34.8%	\$74.40	\$53.57
EXPENSES AFTER NOI				
INCENTIVE MANAGEMENT FEE	\$0	0.0%	\$0.00	\$0.00
AMORTIZATION AND DEPRECIATION	\$0	0.0%	\$0.00	\$0.00
OTHER EXPENSES AFTER NOI	\$0	0.0%	\$0.00	\$0.00
TOTAL	\$0	0.0%	\$0.00	\$0.00
NET INCOME (LOSS)	\$3,332,821	34.8%	\$74.40	\$53.57

PUBLIC BENEFIT

The benefits from our proposal are both significant and varied.

Our proposed development plan takes a deserted and blighted downtown block and turns it into a host of assets for the city, for downtown workers and residents, and for taxpayers from the funds it will generate.

Those public funds include property tax from the entire development, sales tax from those parts generating sales, including the restaurant, bike shop and animal day care, and occupancy tax from the hotel. All those will be additional revenue to the city.

In addition, there is the new business that will occur for existing businesses in the area because of the hundreds of people who will live and stay in the development each and every day.



CITY ASSISTANCE

We are making a cash offer to the city with no contingencies. Once final numbers are in, the project is likely to require a PILOT or TIF to work economically.



CONSISTENCY WITH CITY GOALS



The city has specific goals for this proposal and we will address each of them, as outlined by the city.

Create street-level activity, with a mix of commercial and retail spaces that will contain all of the elements of a modern urban experience and will cater to a population that prefers a walkable neighborhood. The City welcomes greater density and has not prescribed a maximum amount of development.

Our proposal absolutely does that. It is pedestrian accessible from all sides. We will design it with easy access for residents, guests and visitors to reach our facilities and to easily access other parts of downtown as well. We believe the density of the residential portion of the project is appropriate for the scale of the development, within its surroundings. The 170 room Aloft Hotel will bring a constantly changing mix of urban visitors and the retail and restaurant facilities will service not only the guests and residents, but all of downtown and beyond.

Plan for the property to achieve its highest and best use, strengthening the area’s equalized assessed valuation and sales tax base.

The City made a huge investment in purchasing this site, and wisely did so. City control assures that the development will achieve its highest and best use. We strongly believe the mixed use approach we propose meets that goal, creating a complimentary mix of uses that will strengthen the valuation and sales tax base far more than any single use. Our overall investment will total \$82,876,767.

Develop an architecturally significant building or buildings that will make a strong and positive contribution to the culture and environment of the downtown area. Excellence in design of building, building materials, site amenities, and all design aspects are highly desired.

The project site is in itself a rarity. The ability to design for an entire city block is a project that deserves to become a significant icon and landmark for the city. Our proposal makes use of the site for a project of urban density including over 230 residential units, a 170 room hotel, a destination restaurant, retail, and a more than 492 car parking garage. Our design addresses the context our site’s surroundings while bringing a modern and urban flair to downtown. Using cutting edge materials that speak to our time and sustainability we are creating project that will accentuate the skyline of Knoxville while maintaining a pedestrian scale, walkability, and open spaces for residents, hotel guests, and restaurant patrons to enjoy.

CITY GOALS

Create architecturally significant housing (housing solely geared toward college students is not preferred).

The housing portion of our project has been designed to address the street on portions of all four sides of the site. The apartments are designed to attract young, urban professionals to live and work downtown. The project's proximity to Market Square, Gay Street, and World's Fair Park make this facility an attractive place for many people to live. Bristol Development's commitment to amenity rich environments makes this project unique downtown with the inclusion of fitness space, meeting and gathering spaces, swimming facilities, outdoor plazas and courtyards, as well as retail areas including a bicycle shop, pet daycare, a coffee shop, and the very significant amenity of parking for our residents. This project is like no other downtown!

Line the streets of the site with commercial uses.

We agree completely. We will have entrances and accessibility to commercial areas on Church, Henley, Cumberland and Locust. A restaurant, a bike shop, a pet day care and other facilities will all be easily accessible from the sidewalks surrounding the development.

Preserve portions of the original Supreme Court courtroom or reuse materials original to the Courthouse.

We plan on converting the old Supreme Court Courtroom into a restaurant, including an outdoor patio and bar and preserving that part of the building. Materials from other parts may be reused.

Create street-level amenities promoting walkability for pedestrians and, if applicable, pedestrian and bicycle paths.

Our proposal includes easy walkability to any location within the development, and a bike-share facility that people working or visiting downtown can use. Bikes will be accommodated.

Address structured parking and building services from an internal access point, limiting exposure to surrounding public streets.

Our project includes over 492 parking spaces to accommodate parking needs for the hotel, apartment, and restaurant. The parking garage access will be from Cumberland and Church and will keep Locust and Henley street unencumbered from the ingress and egress traffic from our project. Building services for the entire project will be concentrated behind the existing Supreme Court building and will provide a single access point for deliveries, garbage collection, and large vehicle activities. This area will be screened from the perimeter of the building and will be housed within the parking garage structure ensuring an aesthetically pleasing façade to all sides of the building.

Advance a variety of transportation by encouraging walking, biking and transit ridership.

We have already addressed our multiple efforts to make bikes a part of this development and a part of downtown. We also embrace mass transit. KAT buses and trolleys run past the site now and we will work with KAT to make it as easy as possible for riders to reach our development and for people at the development to ride their buses and trolleys.

Provide bike parking and changing/shower facilities for those biking to the site.

We will have bike parking and changing/shower facilities within our development. Our project will also include a station for the Bike Share program by Legacy Parks.

Make available maps and information about alternative transportation options.

We will work with KAT to assure that takes place. We will also accommodate taxis and service such as Uber.

Address City sustainability goals.

Our entire team believes in sustainability! The entire development group builds to own and not to sell so sustainability becomes an important goal when considering the life cycle cost of the project. While the economics of the initial construction and financing is important, the operational cost over time must also be considered when establishing the business model. The overall sustainability efforts are described in more detail below and are a commitment by this team. Preserving our resources and minimizing the strain on utilities and infrastructure will be a consistent goal for this development.

Consider providing cultural, institutional, and other uses that enhance downtown Knoxville as a regional destination.

This hotel and its meeting room facilities certainly address the goal of enhancing Knoxville as a regional destination. In addition, we believe our working with Legacy Parks to help supply both bikes to be shared and information about activities around the area, as well as working with Visit Knoxville to help share information will meet this goal.

CONSISTENCY WITH DOWNTOWN KNOXVILLE URBAN
DESIGN GUIDELINES & ZONING ORDINANCES

Our mixed use facility is the embodiment of the Downtown Design Knoxville Urban Design Guidelines by providing a building with multiple uses, additional downtown residents, and amenities useful to the community.

Explain how proposal is consistent with Downtown Knoxville Urban Design Guidelines

WE ARE DESIGNING FOR PEDESTRIANS,
WALKABILITY, BICYCLE TRAFFIC BY PROVIDING THE
FOLLOWING:

- Design for Pedestrian first, then transit, then automobiles
- Entrances accent corners and located at crosswalks
- Entrances in locations to promote walking to downtown amenities rather than driving
- Creation of furnishing zone using furnishings to create traffic / pedestrian buffer
- Mix of uses including residential, restaurant, retail including dog daycare, Legacy Parks bicycle share facility, hotel, and structured parking though not required by zoning
- Design for trolley stop to promote public mass transportation
- Utilities and streetscape designed for urban and safe pedestrian traffic
- Driveways for garages in mid-block
- Building services access located mid-block and hidden so as to promote all four sides of block

WAYFINDING:

- Establishing a pedestrian wayfinding system
- Use of pedestrian and other signs consistent with downtown

BUILDING MASS, SCALE AND FORM

- Maintaining pedestrian scale at street
- Fostering open air, sunlight, plazas, balconies
- Use of materials that are contextually appropriate and accentuate the surrounding blocks
- Use of façade treatment to emphasize human scale
- Divide long elevations into sections to emulate surrounding buildings and break up massing
- Avoiding blank walls with articulation, balconies, and material changes

BUILDING LOCATION

- Setting first floors back 5 feet for larger sidewalks, use for retail spaces on those levels, promotes café feel and pedestrian access
- Building first floor elevation close to same as sidewalk
- Design of private plazas within block

ARCHITECTURAL CHARACTER

- Retail on first floor at appropriate locations
- Transparent lower level
- Architectural Features at first floor that accentuate that level versus upper levels
- Accent skyline through building features and shape

THE RESIDENTIAL IS RAISED ABOVE SIDEWALK
LEVEL TO ENHANCE SAFETY

SCREENED MECHANICAL EQUIPMENT AND
BUILDING SERVICES

MATERIAL SELECTIONS THAT SPEAK TO HISTORIC BUILDINGS WITHOUT TRYING TO BE HISTORIC. FIT THE CHARACTER WITH A MODERN FLARE.

DESIGNING FOR THE BOULEVARD DISTRICT BY:

- Use native plants and trees in streetscape
- Compliment adjoining properties and work with our context to promote urban lifestyle
- Allow for corner plaza at northwest corner
- Orient entrances to street and emphasize their prominence on the building
- Signage mounted flush with building façade
- Potential monument sign where appropriate

DESIGNING FOR THE GRID DISTRICT BY:

- Use of projecting signs and flush signs for pedestrian ease of reading
- Building Name Sign

Explain how project is consistent with city of Knoxville zoning ordinance

The project will be designed C-2 with D-1 Overlay as follows:

C-2 – CENTRAL BUSINESS DISTRICT

- We will have acceptable uses of retail, restaurant, hotel, multi family dwelling units (apartments), indoor pet services, and structured parking facilities
- First story setback of 5’ at retail and other uses
- Building will be between 6 and 8 stories with structured parking beneath in pedestal style construction
- Lot coverage will be less than 90% once the plazas are taken into account
- Off street parking is not required, but at a minimum we will have parking for the hotel, residences, and restaurant

THE D-1 OVERLAY PUSHES US INTO THE DOWNTOWN DESIGN GUIDELINES. OUR DESIGN IS ABSOLUTELY WITHIN THE SPIRIT OF THE GUIDELINES AS DESCRIBED ABOVE.

CONSISTENCY WITH THE CITY'S
SUSTAINABILITY GOALS

SUSTAINABILITY IS A GOAL OF OUR ENTIRE TEAM



The protection of our natural resources along with the economics of long term ownership make sustainability a common sense approach to building.

The City of Knoxville has adopted the 2012 International Green Construction Code (IgCC) as the standard for sustainable construction of future projects. At this time the Code is voluntary and has very little acceptance. Knoxville Supreme Court, LLC proposes to design and construct this project in compliance with the IgCC, and by doing so, it will demonstrate the process and value of compliance with this code.

The IgCC requires a collaborative effort between the developer, design team, contractor and city codes enforcement. This project will be a demonstration and working model for:

1. training codes review and inspection staff
2. understanding costs and benefits of the code requirements
3. demonstrating the feasibility.
4. highlighting Sustainability and benefits of it.

The team will work with the City to determine which sections identified in Table 302.1 of the IgCC will be enforced.

We have assembled a team of experts to integrate sustainability into the development, design and construction of this project

Our process for ensuring that sustainability is an integral part of this project will be:

1. Integrative design process with all sustainability options considered in the early design
2. Weighing sustainable alternatives against code, cost and program for overall project benefit.

3. Perform energy and life cycle analysis on all concepts during the design phases
4. Construction site verifications of building envelope integrity
5. Including City representation in the integrative design process.

This proposal outlines the basic elements of our project sustainability and is outlined following the categories of the IgCC code. These categories mirror LEED v4 and meets those requirements as well.

SITE DEVELOPMENT & LAND USE

A plaza that is barren of people does not encourage sustainable land use. The sustainable site development will look beyond the boundaries of the site to ensure that pedestrian connections are encouraged and expanded.

On site stormwater mitigation will be maximized, in the most cost effective solutions that may include below grade detention, surface and roof top vegetation and landscaping for surface contaminant filtering. Captured storm water will be redirected to on site irrigation and be available for City horticultural needs.

To minimize the urban heat island effect hardscape materials will be considered carefully for their reflectance and composition.

MATERIAL RESOURCE CONSERVATION & EFFICIENCY

Embodied energy invested in materials is best left alone or reused. This proposal includes the retention and reuse of the supreme court building. With minimal floor to floor heights and inflexible structure, the office tower portion of the structure is deemed to be unusable in the redevelopment and will be demolished. All reusable materials will be removed before demolition, metals will be salvaged for recycling and materials of concrete and masonry will be crushed on site for reuse.

Site paving materials will be harvested for reconstitution into new paving.

Selection of new construction materials will comply with the IgCC with not less than 55% of the total building materials sourced for recycled content, recyclability, bio-based content or indigenous (locally harvested).

A whole building life cycle assessments will demonstrate that the building project activities will achieve not less than 20% improvement in environments performance for global warming potential, primary energy use and ozone depletion potential.

The mercury contamination potential will be minimized by the use of LED lighting over fluorescent lamps.

A Construction Waste Management plan will be instituted at the beginning of construction requiring a minimum of 50% diversion of all construction waste materials from landfills or incineration

ENERGY CONSERVATION EFFICIENCY AND CO2 EMISSION REDUCTION

This proposal is in alignment with the City of Knoxville goal for meeting the community wide green house gas emissions 20 % by 2020.

Energy performance will comply with Section 601.3.1 Performance -based Compliance of Chapter 6 of the IgCC.

Major building energy use will be sub-metered and monitored and setup for reporting to the Energy Star Portfolio Manager for continual energy use tracking.

Exterior designs, weather envelopes and systems will be analyzed to develop the most energy efficient package within cost constraints. To reach our energy performance goals consideration will be given to :

1. Building weather envelope insulation and air infiltration/exfiltration barriers
2. High performance and dynamic glazing
3. Building orientation and massing
4. Passive Solar gain and shading
5. Alternative energy sources
6. Green Power (renewable energy credits)
7. Energy efficient mechanical components and system designs
8. Energy efficient power and lighting systems
9. Intelligent automation of all building systems.
10. Energy Star appliances for residential and food service equipment

To strengthen our teams ability for analytical analysis of designs, we have secured a commitment of support from the ORNL Building Technologies Research & Integration Center as noted:

“To the extent that Design Innovation were to secure funding for this project, ORNL Building Technologies Research & Integration Center (BTRIC) staff would be willing to discuss collaborating with Design Innovation to explore possible opportunities to incorporate the assessment of an energy-efficient commercial building technology during the design and construction phase of the project. The Department of Energy High Impact Technology (HIT) Catalyst program includes technology specific deployment activities that bring together laboratory staff with technology providers, building designers, contractors and building operators/owners. Previous deployment assessments conducted by ORNL staff have involved technologies such as air and water-resistive barrier technologies for new construction and retrofit applications.”

We see this as not only a benefit for this project, but a strengthening of the tie between the City of Knoxville and a leading world authority for building envelope energy performance.

WATER RESOURCE CONSERVATION, QUALITY AND EFFICIENCY

All plumbing fixtures will meet EPA WaterSense standards.

The use of potable water for irrigation of exterior landscaping will be eliminated by a minimum of 50% through plant selection, water harvesting and irrigation system design.

INDOOR ENVIRONMENTAL QUALITY & COMFORT

Building materials and furnishings will be chosen to minimize the amount of total Volatile Organic Compounds.

Properly managed construction sequencing will ensure that absorptive materials are not in the structures unprotected from moisture and volatile compounds.

All construction will have an Indoor Air Quality management plan at commencement of the work.

COMMISSIONING, OPERATION & MAINTENANCE

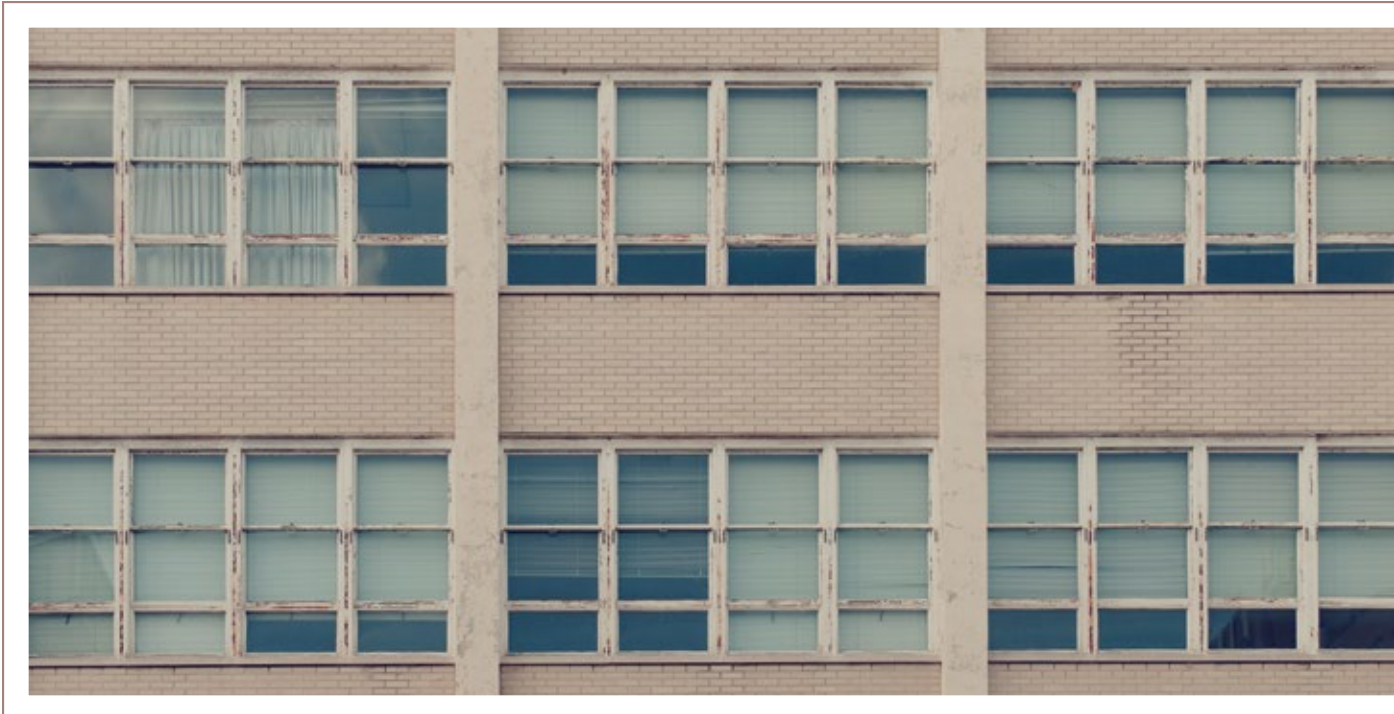
Building systems will be commissioned by accredited commissioning authority and will include:

1. Below grade and above grade water barriers
2. Building envelope including air infiltration and fenestration
3. Water Heating
4. HVAC systems
5. Electrical Systems
6. Building Automation

Many sustainable features of a building can be negated over a matter of months if it is not operated in a sustainable manner. A manual of sustainable operations and maintenance procedures will be created for each structure to ensure that facility operators understand proper systems operation and knowledge for executing it, as well as a plan for ongoing commissioning.

ORNL Sustainability Advisor

To the extent that Design Innovation were to secure funding for this project, ORNL Building Technologies Research & Integration Center (BTRIC) staff would be willing to discuss collaborating with Design Innovation to explore possible opportunities to incorporate the assessment of an energy-efficient commercial building technology during the design and construction phase of the project. The Department of Energy High Impact Technology (HIT) Catalyst program includes technology specific deployment activities that bring together laboratory staff with technology providers, building designers, contractors and building operators/owners. Previous deployment assessments conducted by ORNL staff have involved technologies such as air and water-resistive barrier technologies for new construction and retrofit applications.



U N I Q U E U R B A N &
M I X E D - U S E D E V E L O P M E N T

Explain why the proposal is a unique urban and/or mixed-use development or redevelopment project

Among the unique characteristics of this proposed development, perhaps most important is the transformation of an important downtown block from vacant and unattractive to what will be one of the most lively, active, and attractive blocks in downtown. With retail uses, a signature restaurant, a hotel lobby and its street-level amenities, and a multifamily community and its street-level amenities, the surrounding streets comes alive. Outside of the central downtown blocks surrounding Market Square, no other downtown block enjoys such a unique diversity of appropriate street level uses.

H O U S I N G A L T E R N A T I V E S / N E W J O B S /
B U S I N E S S O P P O R T U N I T I E S

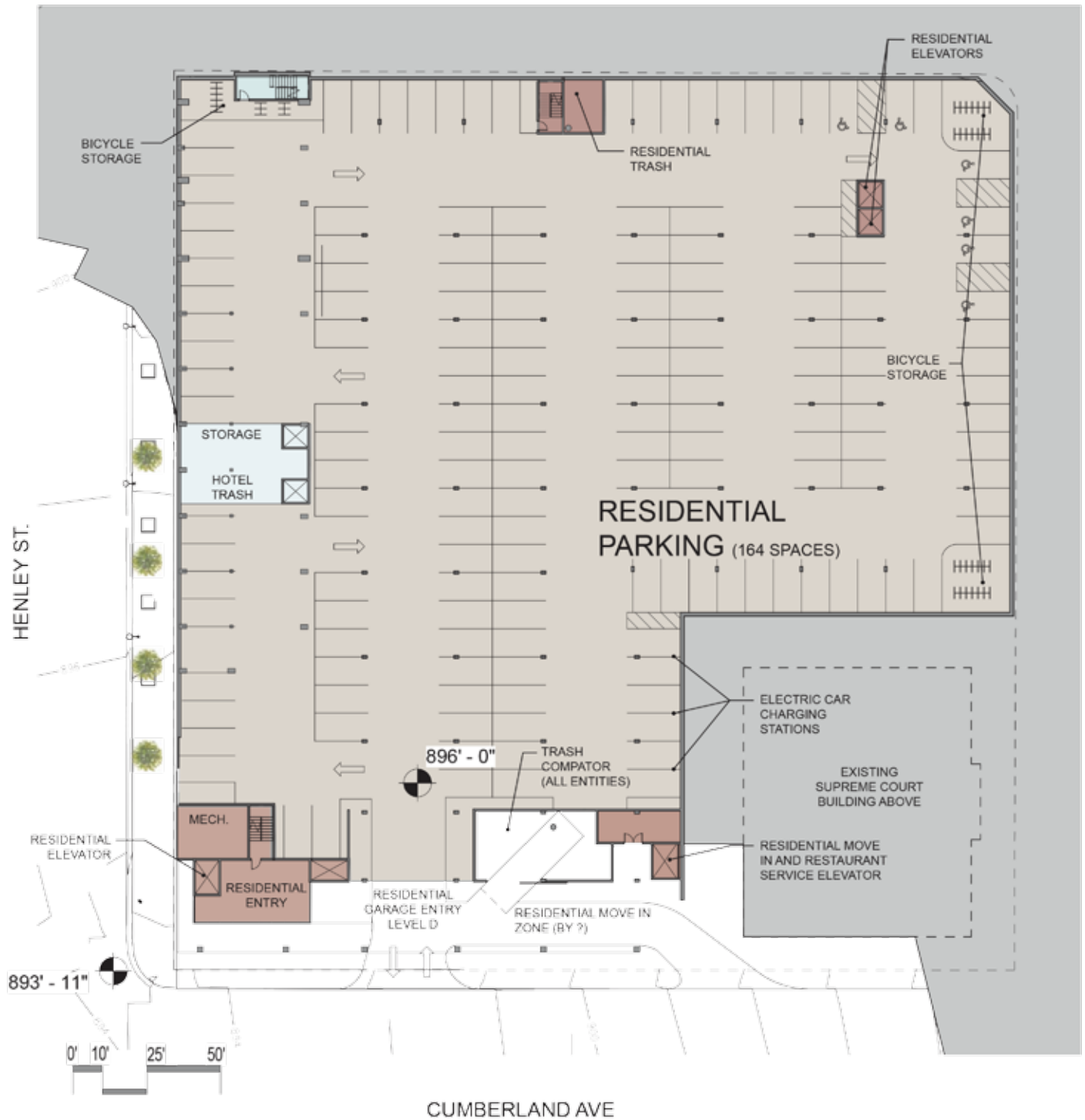
*Describe how the project will create housing alternatives (if applicable),
and net new jobs and business opportunities*

With more than 200 multifamily apartments ranging in size and type from studio to large two-bedroom, the apartment community will provide professionally managed rental housing for a variety of users. While there are other existing downtown residential dwellings, many are for-sale units, limiting choices for those seeking upscale rental housing. It is expected that a wide range of residents will be attracted to this community – from young professional / creative workers to empty nesters looking for opportunities for upscale downtown living.

A significant number of widely-diverse net new jobs will be created by this development, including hotel managers, engineering and service employees, restaurant managers, waiters and service employees, apartment managers and engineering staff, and retail shop managers and employees. See Project Cost and Job Creation for specific forecasts of employment.

CONCEPT DRAWINGS

LEVEL 1 PLAN



LEVEL 2 PLAN



LEVEL 3 PLAN



LEVEL 4 PLAN

W. CHURCH AVE.



TYPICAL UPPER LEVEL PLAN



WEST ELEVATION
HENLEY STREET



NORTH ELEVATION
CHURCH AVENUE



EAST ELEVATION
LOCUST STREET



SOUTH ELEVATION
CUMBERLAND AVENUE



3D VIEW
HENLEY & CHURCH



3D VIEW
CHURCH & LOCUST



3D VIEW
LOCUST & CUMBERLAND



3D VIEW
HENLEY & CUMBERLAND



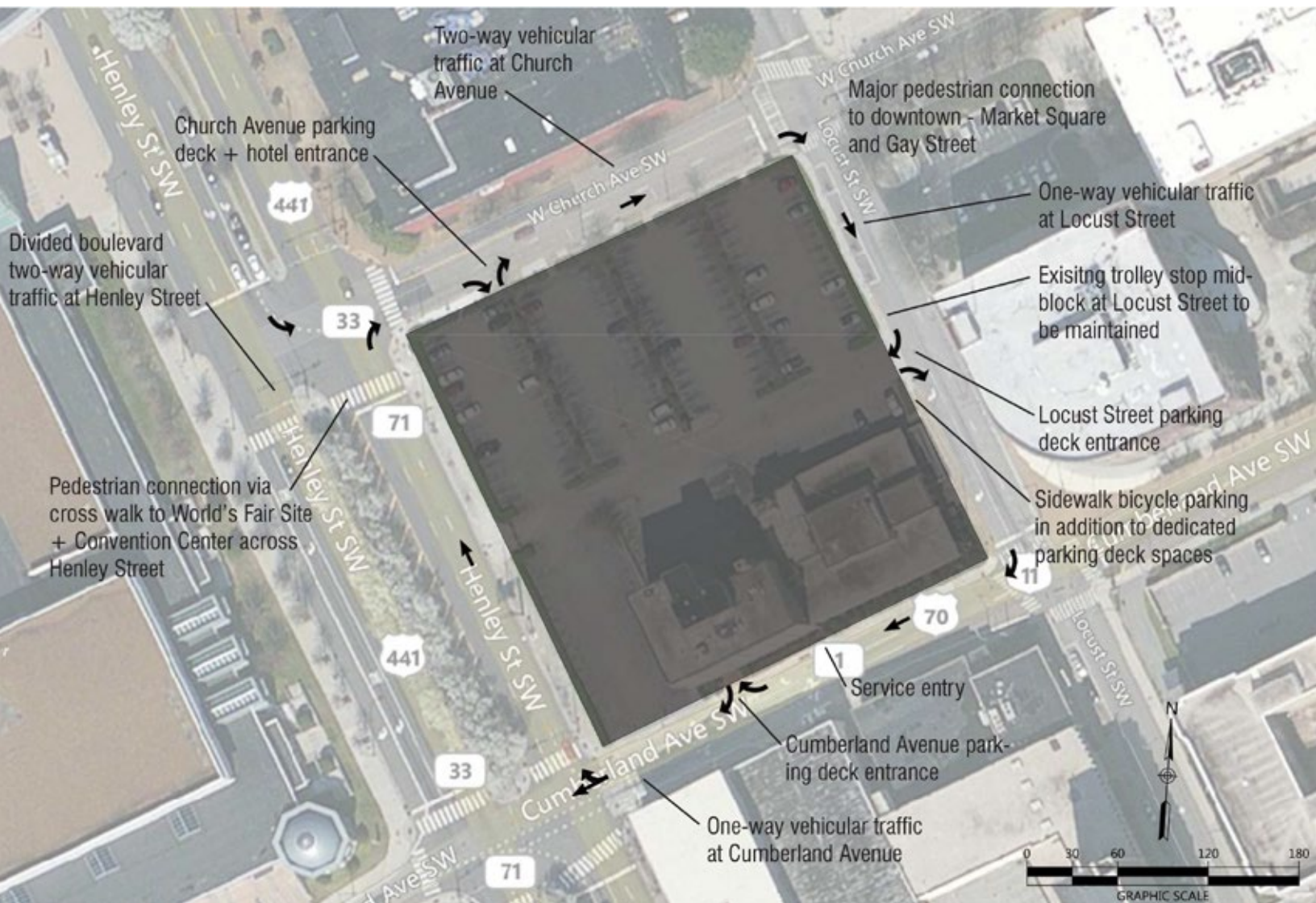
AERIAL AT HENLEY



AERIAL AT LOCUST



TRAFFIC SITE PLAN



DESCRIPTION OF INTENDED USE

SITE UTILIZATION

The existing Supreme Court Building at the site's southeast corner will remain and be repurposed as a restaurant. An additional function at the lower level of the existing building will be a dog daycare for residents as well as downtown workers. The State Office Building tower will be demolished, along with rear (west) bays of the Supreme Court Building so as to better utilize the site.

The remainder of the site will be excavated so that a cast-in-place concrete podium may be constructed to accommodate the immediate site's parking needs and establish ground-level bases for the new buildings. The parking deck will be accessed at various levels from three sides, including the north side along Church Avenue; the east side at Locust Street; and the south side at Cumberland Avenue. The Cumberland Avenue side will also be the point of service access and pick-up/ drop-off for the dog daycare. Recognizing that Cumberland is the least public of the four bounding streets, the service waste.

Eight stories of hotel rooms on top of the podium base of parking, hotel lobby, back-of-house functions, and a level of conference rooms will be banked along the site's west side, facing the Henley Street thoroughfare with a view to the World's Fair site, Knoxville Convention Center, and University of Tennessee beyond. Hotel rooms on the east side have views onto the parking deck green space as well as into downtown Knoxville beyond. The entrance into the hotel via vehicle and pedestrian is located at the northwest corner of the site near the intersection of Henley Street and Church Avenue.

The residential component is comprised of five stories above the cast-in-place podium construction of parking and ground-level retail space.

SITE CONTEXT

The existing Supreme Court Building holds the southeast corner and is located across Locust Street from the Duncan Federal Building, and across Cumberland Avenue from the Court Square Building. Its repurposing as a restaurant could create a more viable adjacent retail area by drawing people from Market Square and other established residential areas of downtown. Also, the Main Street Law Partnership, owners of the parking across Cumberland Avenue, are amenable to allowing restaurant parking there after 6 PM.

The proposed Aloft hotel makes an appropriate edge for downtown along Henley Street, both in form and as a noise barrier from the adjacent thoroughfare. This location allows the hotel to have a relationship to the Convention Center, and this portion of the site is better suited for its transient occupants as opposed to the permanent residents occupying the remainder of the block.

The Residential Building, then, creates an urban edge along Church Avenue and Locust Street, and it relates back to the downtown area. Additionally, the building jogs around the Supreme Court Building to provide a backdrop, and then creates a secondary urban edge along the west end of Cumberland Avenue near Henley Street. To the north of the Residential Building at Church Avenue is the blank, red glazed brick façade of the UT Conference Center.

The Residential Building and hotel will both benefit from being located immediately on an existing trolley line, and currently a trolley stop exists mid-block on Locust Street.

DESCRIPTION OF INTENDED USE

Generally, the proposed buildings are consistent in use and scale to the surrounding context. The hotel component is a much-needed addition to downtown which will join several other hotels in the immediate area, and the Residential block starts to bridge the gap between the new residential living at the renovated Medical Arts Building and the residential buildings at or near Market Square and Gay Street. And the retail component serves to make the street level and active vibrant place while lifting the residential apartments off of the street for views, security, and serenity.

The project size and scale are as follows:

GROSS SF OF PROJECT
AND PROPOSED USES

RESIDENTIAL: 38,800 X 5 FLOORS = 194,000 SF +
12,200 X 2 FLOORS = 24,400 (TOTAL = 218,400 SF)
RETAIL: 6,000 SF
HOTEL: 99,200 SF
PARKING DECK: 189,400 SF
RESTAURANT: 7,000 SF
DOG DAY CARE: 7,000 SF

527,000
TOTAL SQUARE FEET

NUMBER OF PARKING SPACES:

All parking spaces are currently dedicated for the use of the Hotel, Apartments, and Restaurant within our project. No general public parking spaces have been provided.

LEVEL A: 94
LEVEL B: 93
LEVEL C: 137
LEVEL D: 168

492
PARKING SPACES

BUILDING HEIGHT (FEET AND STORIES):

SUPREME COURT BUILDING (EXISTING)
Height in feet: 30 ft. above street / 45 ft. total
Height in stories: 3 – Height is above Locust St

RESIDENTIAL BUILDING
Height in feet: 80 ft. above street
Height in stories: 1 level retail podium + 5 levels
residential = 6 levels above street – Height is above
Locust St

HOTEL
Height in feet: 140 ft.
Height in stories: 1 level lobby + 1 level conference
center + 9 levels of rooms = 11 levels above street –
Height is above Henley St

SITE UTILITIES AND TRAFFIC

STORMWATER

The site is generally fully impervious and the proposed development will not change that. For proposed redevelopment, we will be addressing water quality to meet the City of Knoxville requirements, Special Pollution Abatement Permit (SPAP) requirements for large facilities and restaurants, and will need to perform a downstream study of the existing stormwater infrastructure to determine capacity of the existing system and mitigate impacts if necessary. Without having the study performed, it is difficult to determine the level of impact this may have. I would anticipate that it will include updates (replacement of old clay pipes) of the existing system on Cumberland, Locust, and Church. Henley should have been upgraded when it was last improved.

TRAFFIC

Main entrances/exits are located on Cumberland and Locust street with a Hotel entrance/drop off on Church. Cumberland and Locust are one way streets and traffic will generally enter the site from Henley onto Church and then make a series of right hand turns to Locust and Cumberland. Egress will be from the signalized intersection at Cumberland and Henley.

Pedestrian traffic will utilize the existing sidewalk and pedestrian crossing system. There are no mid-block pedestrian crossings anticipated. Main pedestrian entrances will be on Locust and Cumberland.



DESCRIPTION OF MATERIALS &
CONSTRUCTION METHODS

PARKING GARAGE

Post-Tensioned Poured in Place Concrete which will serve as the podium for the other uses.

HOTEL

Non-combustible bearing wall construction with either precast planks or hybrid floor system framing.

APARTMENT

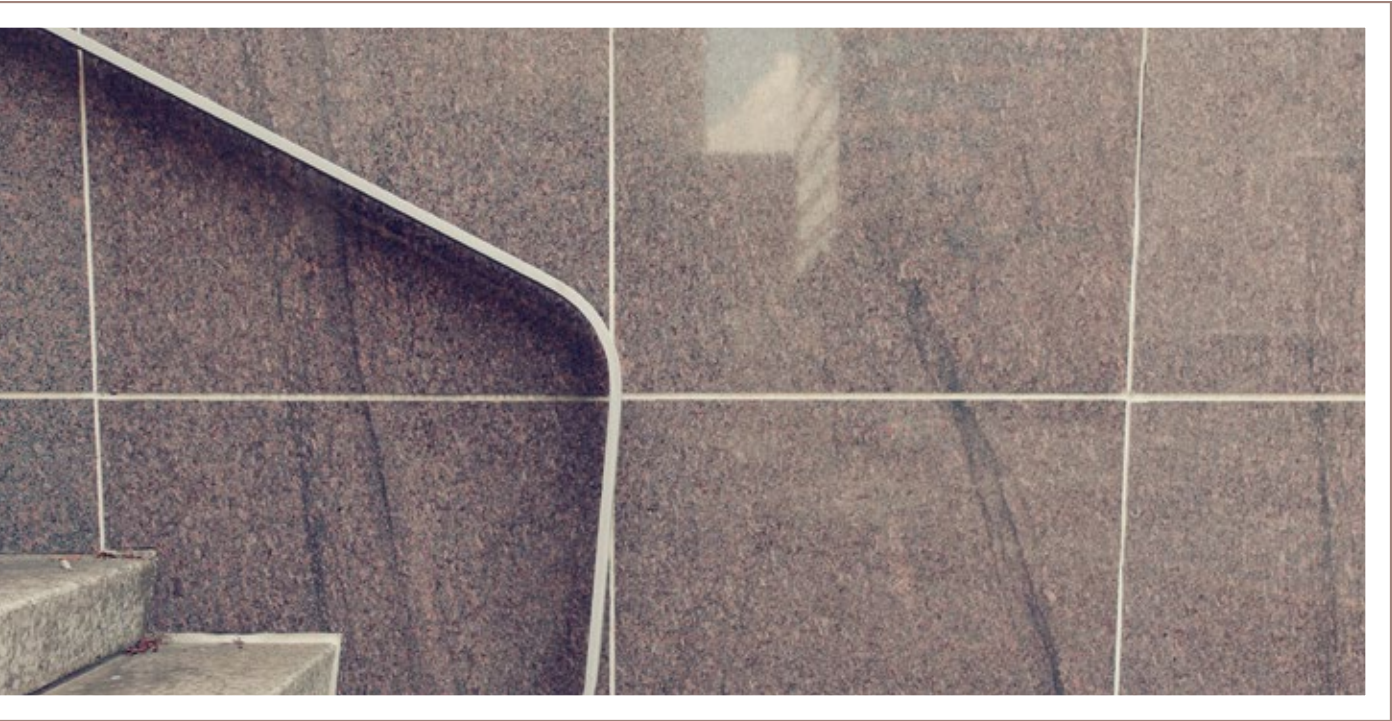
Fire Retardant wood framed bearing walls with wood floor and roof trusses

SUPREME COURT BUILDING

Existing non-combustible clay tile bearing wall construction. All renovations will be non-combustible framing

Exterior cladding will be designed to make a bold architectural statement. The use of masonry, metal panels, and glazing systems will be used as the dominant exterior materials.

Plazas and public spaces will be designed as urban areas with native vegetation, appropriate paving materials all used to create an exciting and vibrant outdoor experience.





WASTE CONNECTIONS OF TENNESSEE, INC.
Connect with the Future®

To whom it may concern:

Waste Connections of Tennessee has reviewed the waste removal concept and locations with Design Innovations Architects for the Tennessee Supreme Court site bounded by Locust Street, Church Avenue, Henley Street, and Cumberland Avenue. We advised that the Project utilize a 34 cubic yard compactor, which would be located in the primary waste room and accessed from the least public face of the development along Cumberland Avenue. A roll-off truck with open-bed truck would be required to back into a 37-foot deep flat space within the parking deck area, as well as clear a 13'-0" minimum height. Additionally, this primary waste room is located adjacent to the proposed restaurant at the site's southeast corner, assuming that this function will generate a large amount of the development's waste. Smaller, secondary trash rooms with 2yd or 4yd with casters are located within the development to collect waste from the hotel and retail functions, and waste from these locations are to be transferred to the primary room with compactor prior to pick up.

Waste pick-up days and times will be coordinated with traffic studies so as to avoid traffic conflicts; preliminarily, it would seem that an early morning pick-up between the hours of 7 AM and 8 AM makes sense; so as to be late enough not to wake residents but also not conflict with one-way traffic on Cumberland leaving downtown.

A schematic design level, Waste Connections of Tennessee with waste removal requirements appear to have been met.

Sincerely,

Brett Taylor

Waste Connections of Tennessee
Sr. Construction Rep/ Account Manager
865-258-3570 (Cell)
865-522-8161 (Ext 235)
brettt@wasteconnections.com

PROJECT COST**APARTMENT**

APARTMENTS DEVELOPMENT BUDGET			
LAND & RELATED	BUDGET	PER SF	PER UNIT
LAND	\$1,300,000	\$7.72	\$5,652
PERMITS & FEES	\$145,000	\$0.86	\$630
TOTAL	\$1,445,000	\$8.58	\$6,283
CONSTRUCTION & OTHER HARD COSTS			
CONSTRUCTION COSTS	\$35,569,273	\$211.15	\$154,649
RETAIL SHELL CONSTRUCTION COSTS	\$600,000	\$3.56	\$2,609
FURNITURE, FIXTURES, & EQUIPMENT	\$792,500	\$4.70	\$3,446
CONTINGENCY	\$2,550,000	\$15.14	\$11,087
TOTAL	\$39,511,773	\$234.55	\$171,790
DESIGN & CONSULTANTS			
ARCHITECTS, ENGINEERS, & CONSULTANTS	\$1,744,655	\$10.36	\$7,585
FINANCING COSTS			
FINANCING COSTS	\$574,000	\$3.41	\$2,496
INTEREST RESERVE	\$1,100,000	\$6.53	\$4,783
WORKING CAPITAL	\$160,000	\$0.95	\$696
TOTAL	\$1,834,000	\$10.89	\$7,974
OTHER SOFT COSTS			
BUILDERS' RISK & GL INSURANCE	\$402,339	\$2.39	\$1,749
LEGAL, TITLE, & CLOSING	\$275,000	\$1.63	\$1,196
PROPERTY TAXES DURING CONSTRUCTION	\$75,000	\$0.45	\$326
MARKET STUDY & APPRAISAL	\$8,500	\$0.05	\$37
MARKETING & PRE-OPENING OPERATIONS	\$380,500	\$2.26	\$1,654
MISC. SOFT COSTS	\$110,000	\$0.65	\$478
TOTAL	\$1,251,339	\$7.43	\$5,441
EXPENSES AFTER NOI			
CONSTRUCTION MANAGEMENT	\$240,000	\$1.42	\$1,043
DEVELOPMENT FEE	\$1,400,000	\$8.31	\$6,087
TOTAL	\$1,640,000	\$9.74	\$7,130
TOTAL DEVELOPMENT COST	\$47,426,767	\$281.54	\$206,203

PLEASE SEE THE DISCLAIMER ON PAGE 199

HOTEL

ALOFT DOWNTOWN KNOXVILLE	
LAND	\$1,300,000
FEES & MISCELLANEOUS SOFT COSTS	\$3,800,000
CONSTRUCTION COST HOTEL (110,000 SF @ \$165 PSF)	\$18,150,000
CONSTRUCTION COST PARKING (170 X \$20,000)	\$3,400,000
OWNER FURNISHED MATERIALS	\$3,600,000
CONSULTANTS	\$1,600,000
OPERATIONS	\$950,000
CONTINGENCY (7.5%)	\$2,650,000
PROJECT TOTAL	\$35,450,000

J O B C R E A T I O N

The hotel will create 90 permanent jobs with an annual payroll of over one million dollars.

The apartments will create an annual payroll of over \$370,000 and seven permanent jobs.

More jobs will be created by the restaurant and retail spaces.

EMPLOYEE DATA MULTIFAMILY POSITIONS				
EMPLOYEE ID	NAME	ANNUAL WAGE	ESTIMATED BENEFITS/COSTS AS A PERCENTAGE OF PAYROLL	TOTAL
1	PROPERTY MANAGER	\$65,000.00	30.00%	\$84,500
2	ASSISTANT MANAGER	\$40,000.00	30.00%	\$52,000
3	LEASING PERSON	\$32,000.00	30.00%	\$41,600
4	LEASING PERSON	\$30,000.00	30.00%	\$39,000
5	MAINTENANCE SUPERVISOR	\$55,000.00	30.00%	\$71,500
6	MAINTENANCE TECHNICIAN	\$35,000.00	30.00%	\$45,500
7	MAINTENANCE/GROUNDS PERSON	\$28,000.00	30.00%	\$36,400
			TOTAL	\$370,500

ANNUAL PAYROLL OF OVER

\$1,370,000

97 PERMANENT JOBS

PURCHASE PRICE

WE PROPOSE TO OFFER A PRICE OF

\$2,600,000

IN CASH AT CLOSING.





SCHEDULE

TASK	2016	2017	2018	2019
SELECTION OF DEVELOPMENT TEAM				
CONTRACT NEGOTIATION & PROPERTY PURCHASE				
PROJECT DESIGN				
D-1 REVIEW				
DEMOLITION PACKAGE RELEASE				
SITE / FOUNDATION PACKAGE RELEASE				
CONSTRUCTION				

✿ 4TH QUARTER OF **2019**

COMPLETION OF ALL IMPROVEMENTS

CONSTRUCTION MITIGATION PLAN

Public safety and the minimization of disturbance of the surrounding sites and streets will be at the forefront of our project planning. While this is a monumental construction task, we believe that disruption to surrounding business will be almost non-existent. Closing of sidewalks will be necessary during construction on the north, east, and south sides for safety, but the sidewalks on the opposite sides of each of these streets make pedestrian access simple and safe. Partial closure of the sidewalk on Henley street will be necessary, but part of the sidewalk will be open during most of the construction. Street closures will be limited as necessary for special deliveries, hoisting safety, and construction of sidewalks and street curbs. Overall our development should not adversely affect our neighbors and once the construction is complete, the new facility will be a major improvement for the area and will enhance the access to our site the surrounding buildings.

